

DISCLAIMER

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DRAFT RESOLUTIONS **ORDINARY GENERAL SHAREHOLDERS MEETING** **SANOK RUBBER COMPANY SPÓŁKA AKCYJNA** *convened on June 16, 2025.*

Resolution 1

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 concerning election of the Chairman of the Annual General Meeting

The Annual General Meeting elects the Chairman of the Annual General Meeting in the person of

Resolution 2

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on the election of the Returning Committee

The Annual General Meeting elects the Returning Committee in the following composition:

Justification of draft Resolutions No. 1 and 2:

Election of the chairman of the general meeting from among those entitled to participate in the at the general meeting is an action required to be taken after the opening of the general meeting, as stipulated in Article 409 §1 of the Commercial Companies Code. The Returning Committee will contribute to the efficient determination of voting results.

Resolution 3

of the Annual General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on approval of the Separate Financial Statements of Sanok Rubber Company Spółka Akcyjna for the year ended December 31, 2024 and the Report of the Management Board on the Activities of Sanok Rubber Company Spółka Akcyjna for 2024

Pursuant to Article 395 §2(1) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting, having considered the audited Separate Financial Statements of Sanok Rubber Company S.A. for the year ended December 31, 2024, presented by the Board of Directors, including the Profit and Loss Account for the period from January 1, 2024 to December 31, 2024, the Statement of Comprehensive Income for the period from January 1, 2024 to December 31, 2024, the Statement of on Financial Position as of December 31, 2024, Statement of Cash Flows for the period from January 1, 2024 to December 31, 2024, Statement of Changes in Equity as of December 31, 2024, Additional Notes, and Report of the Management Board on the Operations of

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Sanok Rubber Company Spółka Akcyjna for 2024, having reviewed the report of the Supervisory Board on the results of the evaluation of these documents, decides to approve:

1. Profit and loss account for the period from January 1, 2024 to December 31, 2024 showing a net profit of PLN 56,713,408.18,
2. Statement of Comprehensive Income for the period from January 1, 2024 to December 31, 2024 showing comprehensive income in the amount of PLN 57,079,635.18,
3. Statement of Financial Position as of December 31, 2024, showing total assets and liabilities of PLN 1,040,674,479.31,
4. Statement of Cash Flows for the period from January 1, 2024 to December 31, 2024, showing a decrease in cash by PLN 81,589,446.33,
5. Statement of Changes in Equity prepared as of December 31, 2024, showing a balance of equity as of December 31, 2024 in the amount of PLN 608,156,394.15,
6. Additional notes,
7. Report of the Board of Directors on the Activities of Sanok Rubber Company Spółka Akcyjna for 2024.

§ 2

The General Meeting instructs the Company's Board of Directors to promptly file the Separate Financial Statements of Sanok Rubber Company Spółka Akcyjna for the year ended on December 31, 2024, together with the Management Report on the Operations of Sanok Rubber Company Spółka Akcyjna for 2024 and the auditor's opinion to the Register of Entrepreneurs of the National Court Register.

§ 3

The resolution shall become effective upon its adoption.

Resolution 4

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on approval of the Consolidated Financial Statements of the Sanok Rubber Company Group for the year ended December 31, 2024 and the Management Report on the Operations of the Sanok Rubber Company Group for 2024

Pursuant to Article 63c paragraph 4 of the Accounting Act of September 29, 1994 (Journal of Laws of 2023, item 120, as amended), it is resolved as follows:

§ 1

The General Meeting, having considered the audited Consolidated Financial Statements of the Sanok Rubber Company Group for the year ended December 31, 2024 presented by the Board of Directors, including the Consolidated Statement of Profit and Loss for the period from January 1, 2024 to December 31, 2024, Consolidated Statement of Comprehensive Income for the period from January 1, 2024 to December 31, 2024, Consolidated Statement of Financial Position as of December 31, 2024, Consolidated Statement of Cash Flows for the period from January 1, 2024 to December 31, 2024, Consolidated Statement of Changes in Shareholders' Equity as of December 31, 2024, Additional Notes and Management's Reports on the Activities of the Sanok

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Rubber Company Group for 2024, consisting of Sanok Rubber Company S.A. as the parent company and the following subsidiaries included in the consolidated statements:

- a) Stomet Sp. z o.o. , based in Sanok,
- b) Stomil Sanok Dystrybucja Sp. z o.o. with its registered seat in Kostrzyn,
- c) Świerkowy Zdrój Medical SPA Sp. z o.o. , based in in Rymanow,
- d) Przedsiębiorstwo Handlowo-Uslugowe Stomil East Sp. z o.o., based in Sanok,
- e) Colmant Cuvelier RPS S.A.S, based in Villers-la-Montagne, France,
- f) Draftex Automotive GmbH, based in Grefrath, Germany,
- g) SMX Rubber Company SA de CV, based in San Lusi Potosi, Mexico,
- h) Stomil Sanok Wiatka ZAO, based in Kirov, Russia,
- i) Stomil Sanok Ukraine OOO with registered office Rivne (Ukraine),
- j) Production and Commercial Unitary Enterprise Stomil Sanok BR with its registered seat in Brest (Belarus),
- k) BSP Bracket System Polska Sp. z o.o., based in Warsaw,
- l) Teknikum Group Ltd Finland, headquartered in Sastamala - i.e. the parent company of the in the Teknikum Group, which consists of:
 - 1. Teknikum Oy (Ltd), based in Sastamala, Finland,
 - 2. Teknikum Kft, based in Jászladány, Hungary,
 - 3. Teknikum GmbH, based in Mülheim, Germany,
 - 4. Sammaliston Sauna Oy, based in Noki, Finland.

Decides to approve:

- 1. Consolidated Profit and Loss Statement for the period from January 1, 2024 to December 31, 2024 showing a net profit of PLN 54,108 thousand,
- 2. Consolidated Statement of Comprehensive Income for the period from January 1, 2024 to December 31, 2024, showing comprehensive income in the amount of PLN 51,922 thousand,
- 3. Consolidated Statement of Financial Position prepared as of December 31, 2024 showing total assets and liabilities of PLN 1,204,752 thousand,
- 4. Consolidated Statement of Cash Flows for the period from January 1, 2024 to December 31, 2024, showing a decrease in cash by PLN 77,398 thousand,
- 5. Consolidated Statement of Changes in Equity showing a balance of equity as of December 31, 2024 in the amount of PLN 586,547 thousand,
- 6. Additional notes,
- 7. Report of the Board of Directors on the Activities of the Sanok Rubber Company Group for 2024, together with the Sanok Rubber Company Group Sustainability Report for 2024.

§ 2

The General Meeting instructs the Company's Board of Directors to promptly file the Consolidated Financial Statements of the Sanok Rubber Company Group for the year ended December 31, 2024,

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together with the Management Report on the Operations of the Sanok Rubber Company Group for 2024 and the auditor's opinion with the Register of Entrepreneurs of the National Court Register.

§ 3

The resolution shall become effective upon its adoption.

Justification of draft Resolutions No. 3 - 4:

According to Article 395 § 2(1) of the Commercial Companies Code, the subject of the ordinary general meeting should be the consideration and approval of the management report on the company's operations and the financial statements for the past fiscal year.

Resolution 5

Ordinary General Meeting of Sanok Rubber Company S.A. in Sanok dated June 16, 2025 on approval of the Report of the Supervisory Board of Sanok RC S.A. for the year 2024

§ 1

The General Meeting approves the Report of the Supervisory Board of Sanok RC S.A. for 2024.

§ 2

The resolution shall become effective upon its adoption.

Justification of draft Resolution No. 5:

In accordance with Rule 2.11. of the Code of Best Practice for WSE Listed Companies 2021, in addition to its activities under the law, once a year the supervisory board prepares and submits an annual report to the annual general meeting for approval.

Resolution 6

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Chairman of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Jan Wozniak - Chairman of the Supervisory Board - a vote of approval for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 7

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of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Deputy Chairman of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Marek Łęcki - Deputy Chairman of the Supervisory Board - a vote of approval for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 8

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Elisabeth Häuser- Schöneich - Member of the Supervisory Board - a vote of approval for the performance of her duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 9

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants a vote of approval to Grażyna Sudzińska-Amroziewicz, Member of the Supervisory Board, for performance of her duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 10

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

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The General Meeting grants a discharge to Marta Rudnicka - Member of the Supervisory Board for the performance of her duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 11

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Radoslaw Kwasnicki - Member of the Supervisory Board - a vote of approval for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 12

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Szymon Adamczyk - Member of the Supervisory Board - a vote of approval for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 13

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Anna Plakwicz - Member of the Supervisory Board until June 24, 2024 - a vote of approval for the performance of her duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 14

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of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the President of the Management Board of the Company for performance of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Piotr Szamburski - President of the Company's Management Board - a vote of approval for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 15

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of approval to the Vice President of the Company's Management Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Rafal Grzybowski - Vice President of the Company's Management Board - a vote of approval for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 16

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of approval to the Vice President of the Company's Management Board for the discharge of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting grants Marcin Saramak - Vice President of the Company's Management Board - a vote of approval for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 17

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to the Vice President of the Management Board of the Company for performance of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

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The General Meeting grants Martijn Merx - Vice President of the Company's Management Board - a discharge of his duties for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Resolution 18

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on granting a vote of acceptance to a member of the Company's Management Board for performance of his duties in 2024

Pursuant to Article 395 §2(3) of the Commercial Companies Code and §19.3(1) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting of Shareholders grants a vote of approval to Piotr Dołędzia - Member of the Management Board of the Company for the performance of his duties in 2024.

§ 2

The resolution shall become effective upon its adoption.

Justification of draft Resolutions No. 6 - 18:

In accordance with Article 395 § 2(3) of the Commercial Companies Code, the subject of the ordinary general meeting should be the discharge of members of the company's bodies for the performance of their duties.

Resolution 19

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 concerning the distribution of net profit shown in the financial statements of Sanok Rubber Company Spółka Akcyjna for the year 2024

Pursuant to Article 395 § 2 (2) of the Commercial Companies Code and § 19 (3) (2) of the Company's Articles of Association, it is resolved as follows:

§ 1

The General Meeting, having considered the proposal of the Management Board on the distribution of net profit shown in the financial statements of Sanok Rubber Company Spółka Akcyjna for 2024, and having considered the report of the Supervisory Board on the results of the evaluation of this proposal, decides to distribute net profit for 2024 in the total amount of PLN 56,713,408.18 as follows:

1) allocate the amount of PLN 37,903,512.00 to be distributed to shareholders in the form of dividends, whereby:

- a) dividend amount per share: PLN 1.50,
- b) dividend date: September 10, 2025,
- c) dividend payment date: September 24, 2025,
- d) the amount remaining after payment of dividends to shareholders entitled to dividends as of the dividend date shall be allocated to the Company's reserve capital.

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- 2) allocate the amount of PLN 379,035.12 for the replenishment of the Company Social Benefits Fund,
- 3) allocate the remaining amount of PLN 18,430,861.06 plus the amount referred to in 1) d) above to the Company's reserve capital.

§ 2

The General Meeting instructs the Company's Board of Directors to promptly file a copy of this resolution with the Register of Entrepreneurs of the National Court Register.

§ 3

The resolution shall become effective upon its adoption.

Justification of the draft Resolution No. 19:

Pursuant to Article 395 § 2(2) of the Commercial Companies Code, the subject of the annual general meeting should be the adoption of a resolution on profit distribution or loss coverage

Resolution 20

Ordinary General Meeting of Sanok Rubber Company S.A. in Sanok dated June 16, 2025 on giving an opinion on *the Report on remuneration of members of Management Board and Supervisory Board of Sanok Rubber Company S.A. for 2024*

Pursuant to Article 395 § 2⁽¹⁾ of the Commercial Companies Code and Article 90g(6) of the Act of July 29, 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies (Journal of Laws of 2025, item 592), it is hereby resolved as follows:

§ 1

The General Meeting, taking into account the assessment of the auditor PKF Consult Sp. z o.o. Sp.k., positively assesses *the Report on Remuneration of Members of the Management Board and Supervisory Board of Sanok Rubber Company S.A. for 2024*.

§ 2

The resolution shall become effective upon its adoption.

Justification of the draft Resolution No. 20:

Pursuant to Article 395 § 2⁽¹⁾ of the Commercial Companies Code, in companies referred to in Article 90c(1) of the Act on Public Offerings and Conditions for Introducing Financial Instruments to an Organized Trading System and on Public Companies of July 29, 2005, the subject of the ordinary general meeting should also be the adoption of a resolution referred to in Article 90g(6) Article of that Act, or the holding of a discussion referred to in 90g(7) of that Act. Pursuant to Article 90g(6) of the aforementioned Law of July 29, 2005 on Public Offering (...), the general meeting shall adopt a resolution giving an opinion on the remuneration report, and the resolution is advisory in nature.

Resolution 21

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of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on the appointment of the Chairman of the Supervisory Board of the Company

Pursuant to § 20 (2) and (5) of the Company's Articles of Association, it is resolved as follows:

§ 1

Effective June 16, 2025. The General Assembly appoints
as Chairman of the Company's Supervisory Board.

§2

The appointment is for a joint three-year term of office for members of the Supervisory Board.

§3

The resolution shall become effective upon its adoption.

Resolution 22

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on the appointment of the Deputy Chairman of the Supervisory Board of the Company

Pursuant to § 20 (2) and (5) of the Company's Articles of Association, it is resolved as follows:

§1

Effective June 16, 2025. The General Assembly appoints
as Deputy Chairman of the Company's Supervisory Board.

§2

The appointment is for a joint three-year term of office for members of the Supervisory Board.

§3

The resolution shall become effective upon its adoption.

Resolution 23

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on the appointment of a Member of the Supervisory Board of the Company

Pursuant to § 20 (2) and (5) of the Company's Articles of Association, it is resolved as follows:

§1

Effective June 16, 2025. The General Meeting appoints as a member of
the Company's Supervisory Board.

§2

The appointment is for a joint three-year term of office for members of the Supervisory Board.

§3

The resolution shall become effective upon its adoption.

Resolution 24

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on the appointment of a Member of the Supervisory Board of the Company

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Pursuant to § 20 (2) and (5) of the Company's Articles of Association, it is resolved as follows:

§1

Effective June 16, 2025. The General Meeting appoints as a member of the Company's Supervisory Board.

§2

The appointment is for a joint three-year term of office for members of the Supervisory Board.

§3

The resolution shall become effective upon its adoption.

Resolution 25

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on the appointment of a Member of the Supervisory Board of the Company

Pursuant to § 20 (2) and (5) of the Company's Articles of Association, it is resolved as follows:

§1

Effective June 16, 2025. The General Meeting appoints as a member of the Company's Supervisory Board.

§2

The appointment is for a joint three-year term of office for members of the Supervisory Board.

§3

The resolution shall become effective upon its adoption.

Justification of draft Resolutions No. 21 - 25:

Adoption of resolutions on the appointment of members of the Company's Supervisory Board for a new term is justified by the expiration of the mandates of all members of the Supervisory Board as of the date of the General Meeting of Shareholders approving the financial statements for the year 2024, which is the last full fiscal year in which the members of the Supervisory Board appointed for a joint term of office on June 28, 2021. (Article 369 §4 in conjunction with Article 386 §2 of the Commercial Companies Code)

Resolution 26

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 concerning determination of remuneration for members of the Supervisory Board

Pursuant to §19 (3) (11) of the Company's Articles of Association *and* item VI of the *Remuneration Policy for Members of the Management Board and Supervisory Board of Sanok Rubber Company Spółka Akcyjna*, it is resolved as follows:

§ 1

1. The monthly remuneration of members of the Supervisory Board is set as follows:

- a) Chairman of the Supervisory Board - 150% of the remuneration of a member of the Supervisory Board,

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- b) Deputy Chairman of the Supervisory Board - 110% of the remuneration of a Member of the Supervisory Board, and in the event that the Chairman of the Supervisory Board is unable to perform his function for more than one month and replacing the Chairman of the Supervisory Board during that period - 150% of the remuneration of the Member of the Supervisory Board for the period of replacing the Chairman of the Supervisory Board,
 - c) Member of the Supervisory Board - 175% of the average monthly salary in the enterprise sector without profit sharing in the fourth quarter of the previous year, as announced by the President of the Central Statistical Office.
2. A member of the Supervisory Board who is a member of a standing committee of the Supervisory Board receives, in addition to his or her regular base salary, an additional monthly remuneration in the amount of 30% of the Supervisory Board member's salary, and the chairman of the committee in the amount of 40% of the remuneration of the Member of the Supervisory Board.

§ 2

The resolution comes into force on the date of its adoption and applies to the remuneration of members of the Supervisory Board for periods falling from that date.

Justification of the draft Resolution No. 26:

In accordance with the provision of item VI. point 2 of the Company's Remuneration Policy for Members of the Management Board and Supervisory Board of Sanok Rubber Company S.A., when convening a General Meeting to elect the Supervisory Board for a new term, the Management Board includes an item on the agenda of the General Meeting concerning the determination of remuneration for members of the Supervisory Board. The Management Board adopted draft Resolution No. 26, taking into account in full the recommendation of the Supervisory Board to the General Meeting on the principles for determining the remuneration of members of the Supervisory Board contained in Resolution No. 12/05/2025 of the Supervisory Board of Sanok RC S.A.

dated May 15, 2025 on giving an opinion on draft resolutions of the Annual General Meeting of Sanok RC S.A. The proposed rules for determining the amount of remuneration of members of the Supervisory Board are the same as those in effect during the passing term of the Supervisory Board.

Resolution 27

Ordinary General Meeting of Sanok Rubber Company S.A. in Sanok dated June 16, 2025 on amending §25 section 2 item 8) of the Articles of Association of Sanok RC S.A.

Pursuant to Article 430 §1 of the Commercial Companies Code, it is resolved as follows:

§1

The Articles of Incorporation of the Company are amended as follows:
in §25 section 2 item 8) receives the following new content:

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8) *Selection of an audit firm to audit financial statements and selection of an audit firm to attest/sustainability reporting;*

§2

The General Meeting obliges the Company's Management Board to promptly report the amendment of the Articles of Association made in §1 of this resolution to the registry court.

§3

The resolution enters into force on the date of its adoption, except that the amendment to the Articles of Association shall have legal effect on the date of its entry in the Register of Entrepreneurs of the National Court Register.

Justification of draft Resolution No. 27:

The proposed amendment to the Articles of Association is in accordance with the proposal and recommendation of the Supervisory Board to the General Meeting contained in Resolution No. 6/05/2025 of the Supervisory Board of Sanok RC S.A. dated May 15, 2025 on recommendation to the General Meeting regarding amendment of the Articles of Association of Sanok RC S.A. The amendment is aimed at unifying the powers of the Supervisory Board to select an audit firm to audit the financial statements, as currently provided for in the Articles of Association, and to select an audit firm to attest sustainability reporting, in accordance with the dispositive provision of Article 66(4) of the Accounting Act of September 29, 1994.

Resolution 28

of the Ordinary General Meeting of Sanok Rubber Company S.A. in Sanok dated June 16, 2025 on authorizing the Supervisory Board to determine the unified text of the Articles of Association of Sanok RC S.A., taking into account the changes introduced to the Articles of Association by the resolution of the Ordinary General Meeting of June 16, 2025.

Pursuant to Article 430 §5 of the Commercial Companies Code, it is resolved as follows:

§1

The Supervisory Board of the Company is authorized to determine the unified text of the Articles of Association of Sanok RC S.A., taking into account the amendments made to the Articles of Association by the resolution of the Ordinary General Meeting of Shareholders of June 16, 2025.

§2

The resolution shall become effective upon its adoption.

Justification of draft Resolution 28:

Pursuant to the provision of Article 430 §5 of the Commercial Companies Code, the general meeting may authorize the supervisory board to establish a unified text of the amended articles of association or to make other editorial changes as specified in the resolution of the meeting.

Resolution 29

DISCLAIMER

This English translation of the Polish version of the Draft Resolutions of General Meeting of Shareholders has been prepared solely for the convenience of English-speaking readers.. In the event of any discrepancies between the Polish and English versions, the Polish version shall prevail. Sanok RC SA, its representatives and employees shall not be held liable in this respect.

of the Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 on selection of an audit firm to attest sustainability reporting for fiscal years 2025 - 2026

§1

The General Meeting, acting on the basis of Article 66 section 4 of the Act of September 29, 1994. on accounting, selects the audit firm, registered on the list of the Polish Audit Supervision Agency under the number to perform attestation of sustainability reporting for fiscal years 2025 - 2026

§2

The resolution shall become effective upon its adoption.

Justification of draft Resolution No. 29:

In accordance with the provision of Article 66 (4) of the Law of September 29, 1994. Accounting Act, the selection of an audit firm to audit the financial statements and the selection of an audit firm to attest the sustainability reporting is made by the body approving the entity's financial statements, unless the statute, agreement or other laws binding on the entity provide otherwise. The head of the entity may not make such a choice. The Articles of Association of Sanok Rubber Company S.A. regarding the selection of the audit firm for attestation of sustainability reporting, unlike the selection of an auditing firm for the audit of financial statements, does not, for the time being, include the Supervisory Board's authority in this regard. The Company is in the process of selecting an audit firm. Prior to the date of the convened Shareholders' Meeting, the Supervisory Board will adopt a recommendation to the Shareholders' Meeting regarding the selection of the auditing firm, which the Company will notify through a current report.

Resolution 30

Ordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated June 16, 2025 regarding amendment of item III, point 3.3.2. of the *Remuneration Policy for Members of the Management Board and Supervisory Board of Sanok Rubber Company Spółka Akcyjna*

§1

The Remuneration Policy for Members of the Management Board and Supervisory Board of Sanok Rubber Company Spółka Akcyjna, attached to Resolution No. 2 of the Extraordinary General Meeting of Sanok Rubber Company Spółka Akcyjna in Sanok dated August 31, 2020, is amended as follows:

Item III, Section 3.3.2. shall have the following new text:

"The incentive bonus may not be more than 120% of the fixed part of the salary (i.e., base salary) earned for the period for which the bonus is paid."

§2

The resolution shall become effective upon its adoption.

Justification of draft Resolution No. 30:

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The Supervisory Board of Sanok RC S.A., in Resolution No. 4/05/2025, dated May 15, 2025, requested the Board of Directors of Sanok RC S.A. to place an item on the agenda of the Annual General Meeting regarding adoption of a resolution to amend item III, point 3, item 3.2. Remuneration Policy for Members of the Management and Supervisory Boards of Sanok Rubber Company S.A., and recommended to the General Meeting to amend the Remuneration Policy for Members of the Management and Supervisory Boards of Sanok Rubber Company S.A., attached to Resolution No. 2 of the Extraordinary General Meeting of Sanok Rubber Company S.A. in Sanok dated August 31, 2020, by giving new content to point III item 3, point 3.2. - as in the above draft resolution of the Ordinary General Meeting.