Appendix to Resolution No. 7 of the Extraordinary General Meeting of TORPOL S.A. of 23 October 2026

Gender Balance and Diversity Policy for the Governing Bodies of TORPOL S.A.

Effective from 23 October 2026

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1. Introduction and Purpose of the Document

1.1. Recognising the importance of diversity and gender balance for the proper functioning of the Company's Governing Bodies, responsible and independent decision-making and high standards of corporate governance, TORPOL S.A. (the "Company") hereby establishes this Gender Balance and Diversity Policy for the Governing Bodies of TORPOL S.A. (the "Policy").

1.2. The purpose of this Policy is to define the principles aimed at ensuring diversity, including gender balance, on the Management Board and Supervisory Board of TORPOL S.A., and at supporting the professional development of women and men.

1.3. Diversity and equal opportunities are an integral part of the Company's organisational culture and support the achievement of its strategic objectives in a changing market and regulatory environment. The Company recognises that diversity within its Governing Bodies strengthens decision-making quality, breadth of perspectives, innovation and the ability to exercise appropriate oversight of the Company's operations, while also contributing to effective management and the Company's long-term development.

1.4. In implementing the Policy, the Company ensures that recruitment processes for the Company's Governing Bodies are transparent and based on objective, non-discriminatory criteria, taking into account candidates' competence, experience, qualifications and aptitude, while striving to ensure an appropriate gender balance.

1.5. The Policy fulfils the obligations arising from Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors of listed companies and related measures (the Women on Boards Directive), and from the provisions implementing that Directive in the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, and the Act of 3 December 2010 implementing certain provisions of the European Union concerning equal treatment.

2. Scope of Application

2.1 In particular, the Policy sets out:

1) the principles governing the selection process for a person for a specific position in a Company Governing Body, aimed at meeting the requirements set out in Section 4.2 of the Policy;

2) the principles governing the nomination of candidates for positions in a Company Governing Body;

3) the principles for supporting the professional development of women and men, including career development programmes for women and men;

4) the human resources management strategy.

3. Definitions

3.1. For the purposes of the Policy, the following definitions shall apply:

1) Company – TORPOL S.A., with its registered office in Poznań at ul. św. Michała 43, 61-119 Poznań, entered in the Register of Entrepreneurs of the National Court Register under KRS No. 0000407013, maintained by the District Court Poznań–Nowe Miasto and Wilda in Poznań, 8th Commercial Division of the National Court Register;

2) Company Governing Bodies – the Management Board and the Supervisory Board of TORPOL S.A.;

3) Management Board – the Management Board of TORPOL S.A.;

4) Supervisory Board – the Supervisory Board of TORPOL S.A.;

5) General Meeting – the Ordinary or Extraordinary General Meeting of TORPOL S.A., as applicable;

6) Underrepresented Sex – the sex whose representatives hold no more than 49% of the total number of positions in the Company Governing Bodies;

7) Directive – Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors of listed companies and related measures (OJ EU L 2022.315.44);

8) DPSN2021 – Best Practice for GPW Listed Companies 2021;

9) Public Offering Act – the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (consolidated text: Journal of Laws of 2025, item 592, as amended);

10) Statutory Auditors Act – the Act of 11 May 2017 on Statutory Auditors, Audit Firms and Public Oversight (consolidated text: Journal of Laws of 2025, item 1891, as amended);

11) Recruiting Body – the Company's General Meeting in the process of selecting members of the Supervisory Board, and the Company's Supervisory Board in the process of selecting members of the Management Board.

4. Minimum Requirements for the Number of Positions Held

4.1. The Company is required to ensure gender balance in the Company Governing Bodies, taking into account the selection-process rules referred to in Sections 5 and 7 of the Policy.

4.2. The obligation referred to in Section 4.1 shall be deemed fulfilled if:

1) the total number of positions in the Company Governing Bodies held by persons belonging to the Underrepresented Sex is not lower than the number closest to 33% of all positions in the Company Governing Bodies, as specified in the Annex to the Directive; and

2) persons belonging to the Underrepresented Sex hold positions in each of the Company Governing Bodies.

4.3. When determining the composition of the Company Governing Bodies, entities authorised to nominate candidates and the Recruiting Body shall strive to achieve balanced gender representation, taking into account the minimum participation of the gender minority specified in Section 4.2 above and compliance with the diversity-policy principles set out in this Policy.

5. Selection Rules for the Company Governing Bodies

5.1. When forming the Company Governing Bodies, the Company shall apply in particular its Articles of Association, the Rules of Procedure of the General Meeting and the Rules of Procedure of the Supervisory Board, taking into account generally applicable laws, including in particular the Commercial Companies Code ("CCC"), the Statutory Auditors Act, the Public Offering Act and the Act of 16 December 2016 on the Management of State Property, and shall comply with DPSN2021 and this Policy.

5.2. During qualification procedures for members of the Company Governing Bodies, objectivity and substantive criteria shall be applied to ensure the selection of persons with diverse knowledge, skills and experience appropriate to their functions and assigned

responsibilities, complementing one another across the composition of the relevant Company Governing Body.

5.3. At every stage of selecting a person for a specific position in a Company Governing Body, neutrally worded, clear and unambiguous selection criteria shall be applied without discrimination, taking into account candidates' qualifications and the need to ensure diversity, including gender balance. Before the selection process begins, the Supervisory Board shall adopt the criteria by resolution and make them public:

a) in the notice convening the Company's General Meeting, unless objective reasons make this impossible at the time of publication—in which case in the documentation published in connection with the General Meeting—where the selection concerns members of the Supervisory Board;

b) in another manner customarily used by the Company, where the selection concerns members of the Management Board. In this case, the Supervisory Board may require a candidate to submit the declaration based on the template referred to in Section 7.2(d) below;

5.4. When defining the selection criteria for a specific position or function in a Company Governing Body, the Supervisory Board shall take into account in particular:

a) knowledge, including education or acquired experience in at least one area such as the industry, finance, accounting or financial-statement auditing, law, ESG, technology, or management, including risk management;

b) experience, including its duration, management level, organisational scale and scope of responsibility;

c) skills, including strategic, supervisory, analytical and team-management skills;

d) achievements, including impact on the results of entities associated with the candidate, and successfully completed transformations, restructurings or transactions;

e) trustworthiness, understood to include the candidate's reputation, ethical conduct and absence of conflicts of interest;

f) availability, including the ability to devote the time required to perform the function;

g) complementarity, understood to include supplementing or extending the competence of the Governing Body's current composition;

h) independence, where required for the function by law, the Articles of Association or corporate-governance rules;

i) diversity, including sex, age, education and experience;

j) other specific requirements connected with the relevant position or function, including those needed to fill a vacancy in line with the Company's operational or strategic needs or to satisfy legal requirements.

5.5. When defining criteria for a specific function or position in a Company Governing Body, the Supervisory Board, on the basis of the general criteria referred to in Section 5.4 above, shall:

a) be entitled to specify the general criteria in greater detail, including by identifying characteristics or requirements equivalent to the general criteria;

b) indicate whether a criterion is mandatory or optional;

c) define a measure for assessing a criterion, which may also take the form of a minimum requirement.

5.6. Candidates for positions in a Company Governing Body shall be selected on the basis of a comparative assessment of their respective qualifications. The comparative assessment shall be performed by:

a) the Company's General Meeting—in the process of selecting a person for a position on the Company's Supervisory Board;

b) the Company's Supervisory Board—in the process of selecting a person for a position on the Company's Management Board.

5.7. In the case referred to in Section 5.6(a):

a) the assessment shall be made during the discussion preceding the vote on the candidates;

b) the chair of the General Meeting shall be responsible for formulating the assessment;

c) the assessment shall be made in particular by comparing the questionnaires referred to in Section 7.2(d), where submitted.

5.8. The remuneration of members of the Company Governing Bodies shall be determined in particular in accordance with the relevant resolutions of the General Meeting and Supervisory Board and the Remuneration Policy for the Supervisory and Management Bodies of TORPOL S.A.

6. Priority and Exceptions to the Priority Rule

6.1. Where a selection process for a specific position involves a choice between candidates with equivalent qualifications, priority shall be given to the candidate belonging to the Underrepresented Sex, unless, in exceptional cases, other objective, significant, documented and position- or work-related criteria justify selecting a candidate of the opposite sex. Such criteria may concern qualifications, experience or competence, or specific needs arising from diversity rules established by law, and must be based on objective, non-discriminatory criteria that take the candidate's particular circumstances into account.

6.2. The Company shall prepare minutes of the recruitment process recording its course and the reasons for applying the selection criteria, including those referred to in Section 6.1 above. If the Company's shareholders do not provide reasons for selecting particular members of the Supervisory Board, the minutes shall contain the most objective justification possible or a note that the shareholders provided no justification.

6.3. The selection rules for the Company Governing Bodies and the priority rules and exceptions described above, arising from the Public Offering Act, shall not apply if the Company has ensured appropriate gender representation in its Governing Bodies in accordance with Section 4.2 above.

7. Rules for Nominating Candidates to the Company Governing Bodies

7.1 Candidates for the Company Governing Bodies should be nominated in a manner aimed at achieving the regulatory objective of gender balance, while taking into account candidates' qualifications for the relevant positions and complying with applicable law and the Company's internal regulations, including the selection criteria established by the Supervisory Board under this Policy.

7.2 Where candidates are nominated by the Company's shareholders, the nomination shall comply with the following requirements:

a) subject to Section 7.3 below, a shareholder authorised under the CCC who requests that a General Meeting be convened with at least one agenda item concerning the election of Supervisory Board members, or requests that such an item be added to the agenda of a convened General Meeting, shall at that time identify only the subject

of the request, without presenting the candidate whose election is to be considered by the General Meeting. Identifying a candidate in the request shall not affect its effectiveness or suspend its implementation; in such a case, points (b)–(e) below shall apply accordingly. This provision does not limit shareholders' rights under Articles 400–401 of the CCC.

b) After receiving the request referred to in point (a) above, or where the Management Board intends on its own initiative to convene a General Meeting whose agenda includes election to the Supervisory Board, the Company shall promptly notify the Supervisory Board and request it to define criteria for selecting and assessing Supervisory Board candidates.

c) After receiving the request, the Supervisory Board shall adopt a resolution defining the selection criteria within a timeframe enabling the Company to comply with the CCC requirements for convening a General Meeting.

d) The Company shall then convene the General Meeting and publish, in accordance with its general rules, the selection criteria adopted by the Supervisory Board together with a template candidate declaration (questionnaire) addressing those criteria.

e) The shareholder(s) shall send the Company the candidate nomination together with the completed declaration (questionnaire) referred to in point (d) above and other election-related documents, in particular the candidate's curriculum vitae and the required consents and declarations. If the nomination is received no later than the day preceding the General Meeting, the Company shall make the information referred to in points (d) and (e), first sentence, available under the general rules for publishing documents submitted to the General Meeting. If a candidate is nominated during the General Meeting, the candidacy shall be discussed under the relevant agenda item, including assessment against the selection criteria defined by the Supervisory Board. A shareholder nominating a candidate during the meeting shall submit the complete documentation referred to in the first sentence, required for the General Meeting to assess the candidate.

f) Failure by a shareholder to submit the complete candidate documentation referred to in point (e), first sentence, may make it impossible for the General Meeting to assess whether the candidate meets the selection criteria defined by the Supervisory Board and to appoint the candidate to the Supervisory Board.

7.3 Where a shareholder authorised under the CCC requests that a General Meeting be convened with at least one agenda item concerning "changes" in the composition of the Supervisory Board, or requests that such an item be added to the agenda of a convened General Meeting, the Company shall:

a) ask the shareholder to clarify whether the changes to the Supervisory Board involve only dismissal or also the appointment of Supervisory Board members. If the intention to appoint new members is confirmed, Section 7.2 shall apply accordingly;

b) if no unambiguous response is received, presume that the changes will include the appointment of new members, in which case Section 7.2 shall apply accordingly.

7.4 Entities authorised to nominate candidates shall, where possible in view of the nature of the qualification procedure and the availability of candidates meeting the formal and substantive requirements, ensure that both sexes are represented among the nominated candidates or, where objective reasons make this impossible, give first consideration to a person representing the Underrepresented Sex.

7.5 The nomination of only one candidate for a given function shall not suspend the selection process. In such a case, Section 5.6 of this Policy shall not apply.

8. Candidate's Right to Information

8.1. At the request of a candidate for a position in a Company Governing Body, the Company shall provide, in writing or as an electronic document, information on:

a) the candidate-selection criteria applied in the qualification procedure for the relevant position in the Company Governing Body;

b) the result of the comparative assessment, together with reasons;

c) where a candidate belonging to the Underrepresented Sex was not selected—the reasons for that decision and information on the qualifications of the candidate selected for the position.

8.2. The Company shall provide the information referred to in Section 8.1 above within 14 days of receiving the request, in compliance with personal-data protection laws. The Management Board shall be responsible for preparing and providing the information and, regarding assessment against the selection criteria, shall first seek the Supervisory Board's position. In the selection of Supervisory Board members, where a shareholder did not provide reasons for the choice, the Company shall inform the candidate accordingly and refer to the minutes mentioned in Section 6.2.

9. Professional Development and Human Resources Management Strategy

9.1. The Company supports the professional development of all employees, regardless of sex, by providing equal access to programmes that develop competence, improve professional qualifications and ensure equal career-development opportunities. When selecting persons for various forms of professional development, the Company applies objective, non-discriminatory criteria and does not differentiate on grounds including sex, age, nationality, religion or beliefs.

9.2. The Company's human resources management strategy consists in particular of:

a) applying recruitment principles that promote diversity and gender balance;

b) investing in employee competence, including managerial competence, through access to training and development programmes based on non-discriminatory selection criteria;

c) promoting equality and an organisational culture conducive to a positive working atmosphere and mutual respect;

d) enabling Company employees to obtain promotions and change positions.

9.3. The professional-development objectives and human resources management strategy are implemented by applying the Code of Ethics and Business Conduct of the TORPOL Group, with particular regard to:

a) *the "Development and Improvement Policy", implemented on the basis of, among other things, the "Rules for Improving Professional Qualifications", surveys of educational needs, and the procedure for considering requests to conduct or co-finance specific thematic training;*

b) *the TORPOL Group Sustainable Development Strategy for 2025–2030, particularly the objectives of "competence development" and "providing employees with satisfactory working conditions" adopted within the "People and Partnership" area;*

c) other adopted policies, including:

i. Diversity Policy;
ii. Employer–Employee Relations Policy;
iii. Human Rights Policy;

iv. Occupational Health and Safety Policy.

10. Monitoring Policy Implementation and Reporting

10.1. Each year, the Management Board shall prepare a report on the representation of each sex in the Company Governing Bodies and the measures taken to ensure gender balance in those bodies. Except in the case referred to in Section 10.4, the report may constitute a separate part of the Management Board's annual report on the Company's activities.

The report shall be made available by the Company in accordance with applicable law.

10.2. The report referred to in Section 10.1 shall include in particular:

1) information on the number of persons serving as members of the Company Governing Bodies during the reporting period, indicating their sex and the type of position held;

2) information on measures taken by the Company to ensure the participation of persons belonging to the Underrepresented Sex in the Company Governing Bodies in the number specified in Section 4.2 of the Policy;

3) if the Company has not achieved the objective specified in Section 4.2 of the Policy—the reasons for non-achievement and a comprehensive description of measures adopted and planned to achieve it.

10.3. The report referred to in Section 10.1 shall be submitted to the equal-treatment authority referred to in the Act of 3 December 2010 implementing certain provisions of the European Union concerning equal treatment within six months after the end of the financial year covered by the report, except for the report referred to in Section 10.4.

10.4. The first report on the representation of each sex in the Company Governing Bodies and the measures taken to ensure gender balance in those bodies shall be submitted to the equal-treatment authority referred to in Section 10.3 by 31 October 2026. The report for that period shall not form part of the Management Board's annual report on the Company's activities.

11. Publication of the Policy

11.1. The Company shall publish this Policy, together with information on the applicable legal regulations and sanctions, on its website.

12. Final Provisions

12.1. The adoption of, and any amendments to, this Policy require approval by resolution of the General Meeting of TORPOL S.A.