

PKP Polskie Linie Kolejowe S.A.

ul. Targowa 74
03-734 Warsaw

Agencja Rozwoju Przemysłu S.A.

ul. Nowy Świat 6/12
00-400 Warsaw

Warsaw, 7 October 2022

The Financial Supervision Authority

ul. Piękna 20
00-549 Warsaw
E-mail: znaczne.pakiety@knf.gov.pl

Trakcja S.A.

Al. Jerozolimskie 100 II p.
00-807 Warsaw
E-mail: recepca@grupatrakcja.com

**NOTIFICATION OF A CHANGE IN THE SHARE IN THE GENERAL NUMBER OF VOTES IN
TRAKCJA S.A.**

PKP Polskie Linie Kolejowe S.A. with its registered office in Warsaw (03-734 Warsaw) at ul. Targowa 74, entered in the commercial register for the National Court Register kept by the District Court of the City of Warsaw in Warsaw, 14th Commercial Division of the National Court Register, under KRS 0000037568, REGON [tax identification number:] 017319027, NIP [tax identification number:] 1132316427 ("**PKP PLK**"),

and

Agencja Rozwoju Przemysłu S.A. with its registered office in Warsaw (00-400 Warsaw) at ul. Nowy Świat 6/12, entered in the commercial register for the National Court Register kept by the District Court of the City of Warsaw in Warsaw, 12th Commercial Division of the National Court Register under KRS 0000037957, REGON [tax identification number:] 006746410, NIP [tax identification number:] 5260300204 ("**ARP**"),

as entities bound by an agreement referred to in Article 87 para. 1 pt. 5 of the Act of 29 July 2005 on Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (“Act”),

(hereinafter referred to as the “**Notifying Parties**”),

pursuant to Article 69 para. 1 pt. 1) and para. 2 pt. 2) in conjunction with Article 87 para. 1 pt. 5 and Article 77h para. 3 of the Act, hereby **notify that their current share in excess of 33% in the general number of votes in Trakcja S.A. with its registered office in Warsaw** (00-807), Aleje Jerozolimskie 100/II p., entered in the commercial register for the National Court Register, kept by the District Court of the City of Warsaw in Warsaw, 12th Commercial Division of the National Court Register under KRS 0000084266, REGON [tax identification number:] 010952900, NIP [tax identification number:] 525-000-24-39 (“**Company**”), **has changed by more than 1% as a result of the settlement of phase 1 of the call for share subscription.**

Simultaneously, in relation to the event described in pt. 1 hereof, ARP **notifies that** it is entitled, acting along, to cast over 10% of the general number of votes in the Company (46,321,286 votes that constitute 13.8% of the total number of shares) and 15% of the general number of votes in the Company, including votes it acquires upon the potential acquisition by ARP of Series D shares, described in pt. 6) below, (62,600,396 votes that constitute 17.7% of the general number of shares).

1. Date and type of event resulting in the change in the share concerned

The share was changed as a result of the settlement of phase 1 of the call for share subscription in the Company published by the Notifying Parties on 28 September 2022. **In phase 1 of the call for share subscription, subscriptions were made for 30,203,639 (thirty million two hundred three thousand six hundred thirty nine) shares in the Company.** The aforementioned shares were acquired on 7 October 2022 (the settlement date of the acquisition of the shares in the Company subscribed as part of the call for share subscription).

Despite the fact that the call for share subscription was published jointly by ARP and PKP PLK, pursuant to Article 73 para. 1 in conjunction with 87 para. 1 pt. 5 of the Act, in keeping with the contents thereof, the shares in the Company are acquired exclusively by ARP.

2. The number of shares held prior to the change in the share and their share (in %) in the Company's share capital and the number of votes assigned to those shares and their share (in %) in the total number of votes

Prior to the change, **the Notifying Parties held in total:**

Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
266,117,647	79.1%	266,117,647	79.1%

including:

Entities	Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
ARP	16,117,647	4.8%	16,117,647	4.8%
PKP PLK	250,000,000	74.3%	250,000,000	74.3%

3. The number of shares currently held and their share (in %) in the Company's share capital and the number of votes assigned to those shares and their share (in %) in the total number of votes

After the change, **the Notifying Parties hold in total:**

Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
296,321,286	88.1 %	296,321,286	88.1 %

including:

Entities	Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
ARP	46,321,286	13.8%	46,321,286	13.8%
PKP PLK	250,000,000	74.3%	250,000,000	74.3%

4. Subsidiaries of the notifying shareholder, which hold shares in the Company

To the best of the knowledge of the Notifying Parties, their subsidiaries do not hold shares in the Company.

5. Persons referred to in Article 87 para. 1 pt. 3) pt. c) of the Act

The Notifying Parties are not parties to the agreements referred to in Article 87 para. 1 pt. 3) pt. c) of the Act.

6. Number of votes calculated in accordance with Article 69b para. 2 of the Act, attached to the shares which a holder of the financial instruments referred to in Article 69b para. 1 pt. 1) of the Act is entitled or obliged to acquire, and the financial instruments referred to in Article 69b para. 1 pt. 2) of the Act which are not exercised exclusively through cash settlement, the type or name of those financial instruments, their expiry date and the date at or time limit within which shares will or can be acquired

On 8 May 2020, ARP acquired 11,764,705 (eleven million seven hundred sixty four thousand seven hundred and five) Series F registered bonds issued by the Company ("**Bonds**"), convertible into 11,764,705 (eleven million seven hundred sixty four thousand seven hundred and five) Series D shares in the Company, pursuant to Resolution No. 3 adopted by the Company's Extraordinary General Meeting of Shareholders held on 11 December 2019, amended by Resolution No. 3 adopted by the Company's Extraordinary General Meeting of Shareholders held on 14 January 2020, as part of a conditional increase in the share capital, subject to the provisions of section 6.3, 12.7, 13.2 and 13.4 of the Terms of Issue, ARP has the right to convert the Bonds into the Series D shares, which can be exercised by 31 December 2022, and ARP may exercise this right in relation

to all or some of the Bonds (however, each time no less than 10% of the Bonds) only upon the expiry of a 12-month period following the issue date or within a 3-week period preceding the end of each calendar quarter until the maturity date (inclusive).

On 29 September 2022 ARP acquired 4,514,405 (four million five hundred fourteen thousand four hundred and five) Series G bonds convertible into 4,514,405 (four million five hundred fourteen thousand four hundred and five) of Series D shares, from COMSA S.A.U., a company existing under Spanish law, with its registered office in Barcelona at calle Viriato 47, 08014, Barcelona, entered in the commercial register in Barcelona, Volume No. 43545, Sheet No. 198, Page No. B-78158, Tax Identification Number A-08031098.

Therefore, as of the date hereof ARP holds 16,279,110 (sixteen million two hundred seventy nine thousand one hundred and ten) uncovered dematerialised bonds convertible into Series D shares in the Company.

Simultaneously, the Notifying Parties inform that as at the date hereof no Series D shares are held as a result of conversion of the aforementioned bonds.

Prior to the change, **the Notifying Parties held in total:**

Prior to the potential acquisition of Series D shares by ARP				
Entity	Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
ARP	296,321,286	88.1 %	296.321.286	88.1 %
PKP PLK				

including:

Prior to the potential acquisition of Series D shares by ARP				
Entity	Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
ARP	46,321,286	13.8%	46,321,286	13.8%
PKP PLK	250,000,000	74.3%	250,000,000	74.3%

After the change, **the Notifying Parties hold in total:**

After the potential acquisition of Series D shares by ARP				
Entity	Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
ARP	312,600,396	88.6 %	312,600,396	88.6 %
PKP PLK				

including:

After the potential acquisition of Series D shares by ARP				
Entity	Number of shares held in the Company	Share (in %) in the Company's share capital	Number of votes held	Share (in%) in the total number of votes
ARP	62,600,396	17.7%	62,600,396	17.7%
PKP PLK	250,000,000	70.9%	250,000,000	70.9%

7. Number of votes calculated in accordance with 69b para. 3 of the Act, attached to the shares to which the financial instruments referred to in 69b para. 1 pt. 2) are related directly or indirectly, the type or name of those financial instruments and the expiry date of those financial instruments

The circumstances referred to in Article 69 para. 4 pt. 8) of the Act do not exist.

8. Total number of votes specified in pt. 3, 6 and 7 and its share (in %) in the total number of votes

The Notifying Parties hold in total:

Number of votes held	Share (in%) in the total number of votes
312,600,396	88.6%

PKP PLK

THE PRESIDENT
OF THE
MANAGEMENT
BOARD
Ireneusz Merchel

Electronically signed by Ireneusz
Merchel
Date: 07/10/2022 21:30:37 +02W

Radosław Celiński

Electronically signed by Radosław
Celiński
Date: 07/10/2022 17:29:04 +02'00'

ARP

Signature valid
Document signed by
Krzysztof Michalski
Date: 10/10/2022 10:18:23 CEST

Signature valid
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Marcin Mróz
Date: 10/10/2022 10:02:24 CEST