



Report on the Remuneration  
of the Members of the Management Board  
and Supervisory Board of

## **Orange Polska S.A.**

in 2025

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This Report on the Remuneration of the Members of the Management Board and Supervisory Board of Orange Polska S.A. (“the Remuneration Report”) has been developed by the Supervisory Board of Orange Polska S.A. in compliance with the Act of 29 July 2005 on public offering and the conditions for introducing financial instruments to the organised trading system and on public companies (“the Public Offering Act”).

**The Report covers the financial year 2025 and provides an overview of the remuneration awarded in line with the Remuneration Policy of Orange Polska S.A. in force since 2013 and the Remuneration Policy for Members of the Management Board and Supervisory Board of Orange Polska S.A. in force since 17 June 2020 (“the Remuneration Policies”).**

The Remuneration Policies applied by Orange Polska S.A. (“the Company”) are an element of its strategy. By enabling the recruitment, retention and motivation of the best managers and professionals in the specialised areas existing in Orange Polska S.A., they provide people prepared to achieve the strategic goals of the Company.

The Remuneration Policies support the implementation of the strategy of Orange Polska S.A. and the protection of its long-term interests. In particular, by ensuring market-competitive base salaries and additional benefits, Orange Polska S.A. strives to recruit and retain the Company’s key people. The purpose of the short-term and long-term variable remuneration, which depends on the Company’s key financial indicators, is to motivate the Management Board Members to achieve strategic goals, which are subsequently cascaded to employees at lower levels of the organisation in the form of management goals.

Remuneration levels within Orange Polska S.A. are regularly compared to the remuneration practices of competitive companies in the market. Total remuneration of employees depends in particular on the Company’s financial results as well as each employee’s individual contribution and performance.

## Changes in reporting

**Responding to the issues raised by our minority shareholders, we introduced some significant changes to the Report in 2023. In 2025, no major changes were introduced, and the outline of the Report and the scope of disclosures set in the previous year were maintained.**

## 1. Changes in the Company’s Boards

As of 1 January 2025, the Company’s Management Board was composed of Liudmila Climoc, Jolanta Dudek, Bożena Leśniewska, Witold Drożdż, Piotr Jaworski, Jacek Kowalski, Jacek Kunicki and Maciej Nowochoński. The composition of the Management Board did not change in 2025.

### The following changes took place in the composition of the Supervisory Board in 2025:

On 17 April 2025, the mandates of Bartosz Dobrzyński, Monika Nachyła, Marc Ricau and Maciej Witucki expired. On the same day, the Annual General Meeting appointed the aforementioned persons for another term of office.

### Composition of the Supervisory Board on 31 December 2024:

- |   |  |
|---|--|
| 1. Maciej Witucki – Chairman of the Supervisory Board                       | 6. Bénédicte David – Board Member  |
| 2. Marie-Noëlle Jégo-Laveissière – Deputy Chairman of the Supervisory Board | 7. Bartosz Dobrzyński – Independent Board Member                                       |
| 3. Laurent Martinez – Deputy Chairman of the Supervisory Board              | 8. Clarisse Heriard Dubreuil – Board Member  |
| 4. Marc Ricau – Board Member and Secretary                                  | 9. John Russell Houlden – Independent Board Member and Chairman of the Audit Committee |
| 5. Philippe Béguin – Board Member   |  |

- |  |   |
|--|---|
| 10. Monika Nachyła – Independent Board Member  | 12. Adam Uszpolewicz – Independent Board Member                               |
| 11. Maria Pasło-Wiśniewska PhD – Independent Board Member and Chairwoman of the Remuneration Committee | 13. Jean-Marc Vignolles – Board Member and Chairman of the Strategy Committee |
|  | 14. Etienne Vincens de Tapol – Board Member                                   |

## 2. Description of the Remuneration Policies

In line with the requirements set in the Public Offering Act, on 17 June 2020 the Annual General Meeting adopted the Remuneration Policy for Members of the Management Board and Supervisory Board of Orange Polska S.A., which was amended on 27 August 2020, 29 June 2023 and 19 April 2024. Under this Policy, the Company's remuneration system for the Management Board Members consists of fixed and variable components, including:

- base salary;
- performance-based bonus;
- benefits and allocation benefits;
- long-term capital remuneration;
- base premium for participation in the pension scheme;
- employment termination benefits;
- other benefits arising out of the provisions of labour law.

The remuneration paid in 2025 was structured in compliance with the Remuneration Policies in force.

The detailed terms of remuneration have been regulated in individual employment contracts with Members of the Management Board.

The Management Board Members employed by the Company were granted Employee Pension Scheme premiums and some non-pecuniary benefits (discounts for Orange Polska's services, a sports card) based on internal regulations that apply also to other employees of the Company.

In line with the Articles of Association, Members of the Management Board are appointed and removed by the Supervisory Board. The term of office of each Member of the Management Board is three years. Remuneration payments to the Management Board Members are effected pursuant to employment contracts concluded for their term of office.

Liudmila Climoc, who has been the President of the Management Board of Orange Polska S.A. since 1 September 2023, has been employed by Swiss-based Orange Global International Mobility SA (OGIM SA), an Orange S.A. Group company, and have been posted to Orange Polska S.A. for the term of office of the CEO.

Members of the Supervisory Board are appointed and removed by the General Meeting. Their individual term of office is three years. No contracts related to their functions in the Supervisory Board are concluded with the Supervisory Board Members. Their remuneration is payable pursuant to the relevant resolution appointing the Supervisory Board Member in line with the rules set out by the General Meeting. In 2025, their remuneration was payable pursuant to the Resolution No. 40 of 29 June 2023. The Supervisory Board Members employed by an Orange S.A. Group company are not entitled to receive remuneration for performing their functions in the Supervisory Board.

In line with the Articles of Association, at least four Members of the Supervisory Board of Orange Polska S.A. shall meet the independence criteria specified in the Articles of Association and the Act of 11 May 2017 on certified auditors, audit firms and public oversight with respect to independent members of the audit committee.

In 2025, Orange Polska S.A. had five independent Members on its Supervisory Board, namely: Bartosz Dobrzyński, John Russell Houlden, Monika Nachyła, Maria Pasło-Wiśniewska PhD and Adam Uszpolewicz.

## 3. Remuneration of the Members of the Management Board

### 3.1. Base salary

The terms of base salaries of the Management Board Members reflect the scope of duties and the market valuation of the work performed. Orange Polska S.A. monitors the remuneration market by comparing, at least annually, the Company's salaries and remuneration practices to the remuneration in peer companies in the Polish market.

In the reported period, Orange Polska S.A. determined remuneration terms based on non-discrimination, particularly with respect to gender, age, disability, race, religion, nationality, political opinion, trade union membership, ethnic origin and sexual orientation.

The Company has followed the Diversity Management Policy for the Members of the Management Board, adopted by the Supervisory Board on 3 November 2021.

The terms of employment of the Management Board Members are recommended to the Supervisory Board by the Remuneration Committee based on the following criteria:

- scope of responsibilities and complexity specific to the position;
- market competitiveness of the remuneration;
- recommendation of the President of the Management Board (does not apply to the remuneration of the latter);
- recommendation of the Member of the Management Board in charge of Human Capital in the Company (does not apply to the remuneration of the latter);
- individual contribution of the Management Board Member to the implementation of the Company's strategy.

### 3.2. Benefits

In 2025, the Management Board Members employed by Orange Polska S.A. received the following benefits:

a) Reported in the Table 9 below:

- medical care package for Members of the Management Board and their relatives (children, partners/spouses);
- life insurance;
- Employee Pension Scheme (EPS);
- other non-pecuniary benefits (employee discounts for the Company's services: FunPack, mobile subscription).

b) Additional:

- landline internet at the place of residence (a work tool);
- a sports card (described under the Table 10 below);
- directors and officers (D&O) liability insurance in connection with the performance of the Management Board Member's duties (an element of insurance for both existing and prospective/future officers performing specific functions in the organisation, with flat-rate premiums; hence, it is not possible to allocate the specific/actual income to particular persons).

Furthermore, a Member of the Management Board, Piotr Jaworski, uses a housing unit from the Company's resources under a rental agreement concluded prior to his appointment to the Management Board. The rent for the dwelling is determined in the same way as for other people using dwellings from the Company's resources.

In line with the terms of their employment contracts, Members of the Management Board were granted some benefits from which also persons closely associated with them could benefit. The value of such benefits is indicated in the Table 9 below under the caption Benefits.

Members of the Management Board posted to Poland are entitled to all or some of the benefits listed above, or the benefits available according to the regulations of the posting company, provided that they are approved by the Supervisory Board of Orange Polska S.A.

While performing the duties of the President of the Management Board of Orange Polska S.A. (since 1 September 2023), Liudmila Climoc has been entitled to the benefits resulting from the International Mobility Policy of the Orange

Group, payable by Orange Polska S.A. pursuant to an agreement between Orange Polska S.A. and OGIM SA. The amount of her remuneration and benefits is presented in the Table 10 below.

In the reported period, Members of the Management Board of Orange Polska S.A., excluding Liudmila Climoc posted to the position of the President of the Management Board, did not receive remuneration from other Orange S.A. Group companies except for eligibility to participate in the Long Term Incentive Plan (LTIP).

In the reported period, Members of the Management Board of Orange Polska S.A. did not receive remuneration from other Orange Polska Group entities.

### 3.3. Employee Pension Scheme

Members of the Management Board employed by Orange Polska S.A. have joined the Employee Pension Scheme, which is financed by Orange Polska S.A. This scheme is a pension fund (Orange Polska Employee Pension Fund). In 2025, the Company financed a monthly base premium in the amount of 7% of the gross remuneration amount, which constitutes the base for the calculation of the pension and disability insurance premiums.

### 3.4. Benefits related to termination of employment with Orange Polska S.A.

In case of employment termination, employment contracts with Members of the Management Board employed by Orange Polska S.A. are terminated upon a six-months' notice.

Upon termination of the employment contract with a Member of the Management Board by the Company with a notice or without a notice pursuant to Article 53 of the Labour Code or by mutual consent of the parties, as well as upon expiration of the term for which the employment contract was concluded, Members of the Management Board are entitled to severance pay in the amount of their six-month base salary.

All Members of the Management Board employed by the Company are obliged to refrain from engaging in any activities competitive to the Company for twelve months after the termination of employment with Orange Polska S.A. In return for refraining from competitive activities they are entitled to receive compensation in the amount of their six-month base salary.

### 3.5. Variable remuneration component (Short Term Incentive Programme – STI)

Each Member of the Management Board was entitled to the variable remuneration component (Short Term Incentive Programme – STI), dependent on the achievement of financial and non-financial goals. The terms of awarding thereof did not change in 2025.

The purpose of the bonus system has been to motivate Members of the Management Board to achieve high performance by attaining the predefined and agreed goals linked to the Company's strategy and growth of customer satisfaction. In addition, the system of objectives stimulates the co-operation among employees and business units by setting some solidarity goals in addition to individual ones.

For Members of the Management Board, the variable component of remuneration was more related to the Company's performance and depended more on the achievement of solidarity goals, which are financial goals shared by all Members of the Management Board, than in the case of other employees of the Company. For all Management Board Members solidarity goals account for 80% of the total, while for other employees with variable remuneration this share is between 30% and 60%.

The variable component of remuneration was payable on an annual basis and its calculation was based on the evaluation of the achievement of the goals defined for each Member of the Management Board in their individual task sheets. Pursuant to the Remuneration Policy for Members of the Management Board and Supervisory Board of Orange Polska S.A., each Member of the Management Board was entitled to receive an advance on the variable remuneration component; and each Member of the Management Board received an advance on the variable remuneration component due for 2025 equal to 40% thereof. The advance payment was effected in July 2025.

Solidarity goals, related to the implementation of the Company's Lead the Future strategy for 2025–2028, included:

- **Revenues**  
Revenue growth is a key driver of profit growth and value creation. The revenue growth target is one of the financial ambitions included in the Lead the Future strategy.
- **EBITDAaL (EBITDA after Leases)**  
EBITDAaL is the primary measure used by the Management Board to measure operating profitability. The target for EBITDAaL growth is one of the main financial ambitions included in the Lead the Future strategy.
- **Organic Cash Flow (OCF)**  
OCF is the primary measure of cash flow generation used by the Management Board. Its level is an important factor affecting the level of financial leverage and, consequently, is of great importance when the Management Board recommends the amount of dividend to shareholders.
- **Green indicator referring to CO<sub>2</sub> emissions in the Orange Polska Group**  
The goal of reducing CO<sub>2</sub> emissions is included in the Lead the Future strategy and the Company's climate strategy.
- **Customer satisfaction with Orange services (Perception NPS)**  
NPS is commonly used in the telecommunications sector to measure the level of customer satisfaction with services and is one of the indicators of how well an offer and customer service meet the needs, which in turn translates into the level of revenue generated.

In the individual part, the goals referred to specific projects implemented within the function performed by the Management Board Member and to the evaluation of their work.

Each goal has the predefined minimum achievement level, below which the related variable remuneration is not awarded. In addition, each goal has the predefined maximum achievement level, above which the related variable remuneration is not further increased. The maximum threshold is set at 150% of the goal achievement, while the minimum threshold for payment is 50% of the goal achievement.

Each goal has been assigned a weight and the amount of variable remuneration depends on the total weighted assessment of all goals. With the achievement of goals assessed at 100%, the variable remuneration component would have been 50% of the base salary due for the given period under the employment contract. With the achievement of all goals at the maximum level, variable remuneration component would have been 75% of the base remuneration.

Performance in 2025 permitted awarding the variable remuneration component to all Members of the Management Board, which is presented for each Board Member separately in the Tables 1–8 below.

In addition to the variable remuneration component, upon recommendation of the Remuneration Committee of the Supervisory Board, on 17 February 2026 the Supervisory Board awarded the President of the Management Board and Members of the Management Board an additional annual bonus referred to as the Stretch Bonus. For 2025, the Stretch Bonus amounts to one monthly base salary for Members of the Management Board and EUR 140,000 for the President of the Management Board. The Stretch Bonus was paid in 2026.

Furthermore, upon recommendation of the Remuneration Committee of the Supervisory Board, on 19 April 2024 the Supervisory Board granted the Management Board Member in charge of Finance the right to an additional bonus for 2024 and 2025 in the gross amount of PLN 180,000 for each year. The condition for receiving the additional bonus was that the cumulative two-year EBITDAaL budget target for 2024–2025 would be exceeded at the level of EBITDAaL budget +0.5% (corresponding to approximately PLN 30 million). The bonus was paid in the second quarter of 2026 upon approval by the Supervisory Board.

The remuneration of each Member of the Management Board complied with the adopted Remuneration Policy for Members of the Management Board and Supervisory Board. The goals and the terms of their settlement were approved by the Remuneration Committee of the Supervisory Board.

The achievement of the goals by Members of the Management Board was assessed on an annual basis by the Supervisory Board of Orange Polska S.A. upon recommendation of the Remuneration Committee thereof and the bonus was accrued pro rata to the employment period.

In the tables below, the term “Budget” refers to Orange Polska S.A.’s Budget for 2025 approved by the Supervisory Board.

**Table 1. Variable remuneration component: Liudmila Climoc, President of the Management Board**

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
NPS (improvement)	10%	Budget-6	Budget	Budget+3	42	9.8%	0–15%
CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>24.0%</b>	<b>0–30%</b>
Behavioural	20%					24.0%	0–30%
<b>Weighted assessment</b>						<b>124.9%</b>	

**Table 2. Variable remuneration component: Jolanta Dudek, Vice President of the Management Board in charge of Consumer Market**

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
NPS (improvement)	10%	Budget-6	Budget	Budget+3	42	9.8%	0–15%
CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>23.0%</b>	<b>0–30%</b>
Behavioural	10%					11.0%	0–15%
Specific projects	10%					12.0%	0–15%
<b>Weighted assessment</b>						<b>123.9%</b>	

**Table 3. Variable remuneration component: Bożena Leśniewska, Vice President of the Management Board in charge of Business Market**

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
NPS (improvement)	10%	Budget-6	Budget	Budget+3	42	9.8%	0–15%
CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>20.5%</b>	<b>0–30%</b>
Behavioural	10%					11.0%	0–15%
Specific projects	10%					9.5%	0–15%
<b>Weighted assessment</b>						<b>121.4%</b>	

Table 4. Variable remuneration component: Piotr Tadeusz Jaworski, Member of the Management Board in charge of Network and Technology

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
NPS (improvement)	10%	Budget-6	Budget	Budget+3	42	9.8%	0–15%
CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>21.5%</b>	<b>0–30%</b>
Behavioural	10%					11.0%	0–15%
Specific projects	10%					10.5%	0–15%
<b>Weighted assessment</b>						<b>122.4%</b>	

Table 5. Variable remuneration component: Maciej Nowohoński, Member of the Management Board in charge of Carriers Market and Real Estate Sales

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
NPS (improvement)	10%	Budget-6	Budget	Budget+3	42	9.8%	0–15%
CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>21.0%</b>	<b>0–30%</b>
Behavioural	10%					11.0%	0–15%
Specific projects	10%					10.0%	0–15%
<b>Weighted assessment</b>						<b>121.9%</b>	

Table 6. Variable remuneration component: Jacek Kunicki, Member of the Management Board in charge of Finance

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
NPS (improvement)	10%	Budget-6	Budget	Budget+3	42	9.8%	0–15%
CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>22.5%</b>	<b>0–30%</b>
Behavioural	10%					11.0%	0–15%
Specific projects	10%					11.5%	0–15%
<b>Weighted assessment</b>						<b>123.4%</b>	

Table 7. Variable remuneration component: Jacek Kowalski, Member of the Management Board in charge of Human Capital

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
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CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>21.0%</b>	<b>0–30%</b>
Behavioural	10%					11.0%	0–15%
Specific projects	10%					10.0%	0–15%
<b>Weighted assessment</b>						<b>121.9%</b>	

Table 8. Variable remuneration component: Witold Drożdż, Member of the Management Board in charge of Strategy and Corporate Affairs

Criteria	Weight	Threshold	Goal	Maximum	Performance	Goal achievement	Assessment range
<b>Solidarity goals:</b>	<b>80%</b>					<b>100.9%</b>	<b>0–120%</b>
Revenues (PLN mn)	10%	Budget-390	Budget	Budget+390	13.034	10.5%	0–15%
EBITDAaL (PLN mn)	30%	Budget-96	Budget	Budget+84	3.473	39.5%	0–45%
Organic Cash Flow (OCF) (PLN mn)	20%	Budget-150	Budget	Budget+150	1.013	26.1%	0–30%
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CO <sub>2</sub> emissions (Green) (kt CO <sub>2</sub> )	10%	Budget+11	Budget	Budget-11	29	15.0%	0–15%
<b>Individual goals:</b>	<b>20%</b>					<b>22.5%</b>	<b>0–30%</b>
Behavioural	10%					11.0%	0–15%
Specific projects	10%					11.5%	0–15%
<b>Weighted assessment</b>						<b>123.4%</b>	

In the tables 1–8 above, the “Weighted assessment” in the column “Goal achievement” may not sum up due to rounding.

In the tables 1–8 above, the “Assessment range” in the last column indicates that the particular goal may be assessed in the specified range.

In 2025, Orange Polska S.A. did not exercise the option to demand the return of the variable components of remuneration.

Table 9. Total remuneration of Members of the Management Board in 2025

Full name	1. Fixed remuneration (PLN '000)						2. Variable remuneration (PLN '000) <sup>1</sup>				Total remuneration for 2025 (PLN '000) <sup>2</sup>	Proportion between fixed and variable remuneration awarded in 2025 (%) <sup>2</sup>	Variable remuneration for 2024 paid in 2025 (PLN '000)	Variable remuneration for completion of the Incentive Programme LTI 2022-2024 paid in 2025 (PLN '000)
	Base salary	Benefits*	Other benefits for relatives	Compensation and severance pay	Other payments (including EPS benefit)	Total fixed remuneration	Annual, awarded for 2025 (advance paid in July 2025)	Annual, awarded for 2025 (upon annual settlement; additional payment in 2026)	Annual, awarded for 2025 (additional bonus)	Total variable remuneration				
Jolanta Dudek	1,452	36	0	0	190	1,678	290	610	121	1,021	2,699	62%/38%	716	223
Bożena Leśniewska	1,560	42	0	0	204	1,806	312	635	130	1,077	2,883	63%/37%	776	223
Witold Drożdż	1,140	41	0	0	156	1,337	228	475	95	798	2,135	63%/37%	599	223
Piotr Jaworski	1,200	48	0	0	162	1,410	240	494	100	834	2,244	63%/37%	599	223
Jacek Kowalski	1,140	36	0	0	156	1,332	228	467	95	790	2,122	63%/37%	601	223
Jacek Kunicki	1,320	56	0	0	177	1,553	264	550	290 <sup>2</sup>	1,104	2,657	58%/42%	671	223
Maciej Nowohoński	1,176	42	0	0	161	1,379	235	482	98	815	2,194	63%/37%	632	223

\* Includes family members in line with the provisions of section 3.2 a) above. Includes an additional benefit in the form of festival passes, which were used by Bożena Leśniewska (for Open'er Festival) and Piotr Jaworski (for Orange Warsaw Festival).

In addition, Bożena Leśniewska and Jolanta Dudek used sports cards financed from the Company Social Benefits Fund. The benefit was worth PLN 492 per each of them in 2024 (not included in the Table 9 above).

<sup>1</sup> The figure includes the variable remuneration allocated to 2025, payable in 2026, and an additional Stretch Bonus approved by the Supervisory Board of Orange Polska S.A. The figure does not include: (i) the variable remuneration accrued for 2024 and paid in 2025, and (ii) long-term incentive programmes (LTI and LTIP). Data on LTI and LTIP programmes can be found in the tables for sections 3.6 and 3.7.

<sup>2</sup> Includes an additional bonus of PLN 180,000 due for 2025 and payable in 2026.

**Table 10. The amounts paid by Orange Polska S.A. in 2025 as the reimbursement of the costs related to posting of the President of the Management Board**

Full name	1. Fixed remuneration (PLN '000)	2. Variable remuneration (PLN '000) <sup>1</sup>			Total remuneration (PLN '000)	Proportion between fixed and variable remuneration (%)	Variable remuneration for 2024 paid in 2025 (PLN '000)	Variable remuneration for completion of the Incentive Programme LTI 2022-2024 paid in 2025 (PLN '000)*
		Annual, granted for 2025, excluding Stretch Bonus	Annual, granted for 2025 (Stretch Bonus)	Total variable remuneration				
Liudmila Climoc	4,852	936	577	1,513	6,365	76%/24%	1,265	-

<sup>1</sup> The figure includes the variable remuneration allocated to 2025, payable in 2026, and an additional Stretch Bonus approved by the Supervisory Board of Orange Polska S.A. The figure does not include: (i) the variable remuneration accrued for 2024 and paid in 2025 (except for the amount resulting from foreign exchange rate differences), and (ii) long-term incentive programmes (LTI and LTIP). Data on LTI and LTIP programmes can be found in the tables for sections 3.6 and 3.7.

\* At the time of allocation of phantom shares for the LTI 2022–2024 Liudmila Climoc was not the President of the Management Board of Orange Polska.

### 3.6. Orange Polska S.A. Long Term Incentive Programmes (LTI)

#### Long Term Incentive Programme for the key executives of Orange Polska S.A. based on derivatives (LTI)

On 23 July 2021, the Supervisory Board of Orange Polska S.A. adopted the Long Term Incentive Programme for the key executives of Orange Polska S.A. based on derivatives (phantom shares), where the underlying instrument is the price of Orange Polska S.A. shares listed on the Warsaw Stock Exchange (WSE). The scheme aims to mobilise the key executives towards the long-term financial performance of the Company and value creation for the investors, as well as environmental care. The latter dimension of activities focuses on a reduction of CO<sub>2</sub> emissions and, as an incentive instrument, directly supports the implementation of one of the key elements of Orange Polska's strategy, which is environmental protection.

The Programme is divided into three-year cycles (Programme Series), beginning in consecutive calendar years. Five series, namely 2021–2023 (Series One), 2022–2024 (Series Two), 2023–2025 (Series Three), 2024–2026 (Series Four) and 2025–2027 (Series Five), have been launched in the Programme. Each series is launched by a resolution of the Supervisory Board, which sets the goals to be achieved in order for the Company to redeem the phantom shares.

In accordance with the adopted Programme Regulations, the President and other Members of the Management Board can purchase 43,200 phantom shares each at a price of PLN 0.50 per phantom or receive 40,800 free phantom shares each per Programme Series. The Supervisory Board determines in a resolution either the price or free disposal of phantom shares as well as their number available in subsequent series, starting from the 2023–2025 period.

#### The programme implementation has been based on the following principles:

1. For each Programme series, four success indicators with main and minimum goals are set. The phantom shares allocated to a specific success indicator will be redeemed by the Company, provided that the Company has achieved the business objectives set for that indicator.
2. Additionally, the redemption of phantom shares is contingent on the Participant's employment until the end of the third year of the particular series. If employment is terminated after the second year of the series, the Supervisory Board may resolve to keep the Participant in the Programme.
3. In the Series Two (2022–2024) and Series Three (2023–2025), the condition for the redemption of phantom shares has been that the average share price of Orange Polska S.A. in the first quarter after the end of the particular series remains equal to or higher than the average share price in the first six months of the same series. This condition was waived in subsequent series.
4. If the Company achieves the main goal, 100% of the phantom shares allocated to the relevant success indicator shall be redeemed. If the Company achieves a result lower than the main goal but at least equal to the minimum goal set for a particular success indicator, 50% of the phantom shares allocated thereto shall be redeemed.
5. If the minimum criteria for a particular success indicator are not met, the phantom shares allocated thereto shall not be redeemed.
6. In the Series Five (2025–2027), the methodology for calculating the share price objective was changed. Previously, the redemption condition was to achieve a specific price level or a return higher than the return on the WIG20 index in a given period, whereas in the Series Five, the rate of return on Orange Polska S.A. shares (including dividends paid, i.e. the Total Shareholder Return – TRS) shall be compared to the rate of return on both the WIG20 index and a selected group of European telecommunications companies. The new methodology better reflects the market practice applied in this type of incentive programmes (and is used across the Orange Group).

7. Phantom shares shall be redeemed at the average Orange Polska S.A. share price in the first quarter after the end of a particular series.

The success indicators and the related business objectives to be achieved are presented in the tables below.

**Table 11. LTI success indicators and business objectives for all the Programme Series**

Success indicator	Weight (% of phantom shares)	Description
EBITDAaL	30%	Achieving a specific EBITDAaL level, being the sum of values over 3 years, projected in the Company's strategic plan.
Organic Cash Flow	25%	Achieving a specific level of Organic Cash Flow, being the sum of values over 3 years, projected in the Company's strategic plan.
CO <sub>2</sub> emissions	10%	Achieving a specific level of CO <sub>2</sub> emission reductions projected in the Company's strategic plan.
Share price	35%	For Series One to Four: achieving a specific level of share price growth or achieving a return higher than the return on the WIG20 index in the same period. For Series Five: comparison of the rate of return on Orange Polska S.A. shares (including dividends paid) to the rate of return on both the WIG20 index and a selected group of European telecommunications companies.

**Table 12. Redemption conditions for the Series Two (2022–2024)**

Success indicator	Weight (% of phantom shares)	Conditions for 100% redemption (the main goal)	Conditions for 50% redemption (the minimum goal)
EBITDAaL (PLN mn)	30%	2022–2024 aggregate $\geq$ Strategic Plan objectives	Main goal – 637
Organic Cash Flow (PLN mn)	25%	2022–2024 aggregate $\geq$ Strategic Plan objectives	Main goal – 463
CO <sub>2</sub> emissions (kt)	10%	CO <sub>2</sub> emissions target for 2024	Main goal + 33.4kt
Share price	35%	Average share price in Q1 2025 $\geq$ average share price in H1 2021 + specific growth, or Rate of return between H1 2021 and Q1 2025 > WIG20 rate of return in the same period	Average share price in Q1 2025 $\geq$ average share price in H1 2021 + specific growth, or Rate of return between H1 2021 and Q1 2025 > WIG20 rate of return in the same period
Sum of the weights	100%		

**Table 13. Redemption conditions for the Series Three (2023–2025)**

Success indicator	Weight (% of phantom shares)	Conditions for 100% redemption (the main goal)	Conditions for 50% redemption (the minimum goal)
EBITDAaL (PLN mn)	30%	2023–2025 aggregate $\geq$ Strategic Plan objectives	Main goal – 292
Organic Cash Flow (PLN mn)	25%	2023–2025 aggregate $\geq$ Strategic Plan objectives	Main goal – 292
CO <sub>2</sub> emissions (kt)	10%	CO <sub>2</sub> emissions target for 2025	Main goal + 46.6kt
Share price	35%	Average share price in Q1 2026 $\geq$ average share price in H1 2021 + specific growth, or Rate of return between H1 2021 and Q1 2026 > WIG20 rate of return in the same period	Average share price in Q1 2026 $\geq$ average share price in H1 2021 + specific growth, or Rate of return between H1 2021 and Q1 2026 > WIG20 rate of return in the same period
Sum of the weights	100%		

**Table 14. Redemption conditions for the Series Four (2024–2026)**

Success indicator	Weight (% of phantom shares)	Conditions for 100% redemption (the main goal)	Conditions for 50% redemption (the minimum goal)
EBITDAaL (PLN mn)	30%	2024–2026 aggregate $\geq$ Strategic Plan objectives	Main goal – 314
Organic Cash Flow (PLN mn)	25%	2024–2026 aggregate $\geq$ Strategic Plan objectives	Main goal – 169
CO <sub>2</sub> emissions (kt)	10%	CO <sub>2</sub> emissions target for 2026	Main goal + 13kt
Share price	35%	Average share price in Q1 2027 $\geq$ average share price in H1 2024 + specific growth, or Rate of return between H1 2024 and Q1 2027 = WIG20 rate of return in the same period	Average share price in Q1 2027 $\geq$ average share price in H1 2024 + specific growth, or Rate of return between H1 2024 and Q1 2027 = WIG20 rate of return in the same period
Sum of the weights	100%		

Table 15. Redemption conditions for the Series Five (2025–2027)

Success indicator	Weight (% of phantom shares)	Conditions for 100% redemption (the main goal)	Conditions for 50% redemption (the minimum goal)
EBITDAaL (PLN mn)	30%	2025–2027 aggregate ≥ Strategic Plan objectives	Main goal – 420
Organic Cash Flow (PLN mn)	25%	2025–2027 aggregate ≥ Strategic Plan objectives	Main goal – 302
CO <sub>2</sub> emissions (kt)	10%	CO <sub>2</sub> emissions target for 2027	Main goal +34kt
Total Shareholder Return (TSR) <sup>1)</sup>	35%	Weighted average for the last 4 months of 2027 to weighted average for the last 4 months of 2024 from: 1) OPL TSR ≥ Poland TSR median <sup>2)</sup> 2) OPL TSR ≥ Europe TSR median <sup>3)</sup>	Weighted average for the last 4 months of 2027 to weighted average for the last 4 months of 2024 from: 1) Poland TSR median > OPL TSR > 1st quartile of Poland TSR <sup>2)</sup> 2) Europe TSR median > OPL TSR > 1st quartile of Europe TSR <sup>3)</sup>
<b>Sum of the weights</b>	<b>100%</b>		

<sup>1)</sup> The redemption of phantom shares upon achieving the minimum goal for TSR requires a decision of the Supervisory Board after the end of the series.

<sup>2)</sup> A panel of the 20 largest Polish companies (currently comprising the WIG20 index).

<sup>3)</sup> A panel of a selected group of European telecommunications companies.

In April 2025, the Series Two (2022–2024) of the Programme was settled. The goals set for success indicators were achieved at the following level: EBITDAaL at 50%, Organic Cash Flow at 100%, CO<sub>2</sub> emissions at 100% and share price at 100%. The condition related to maintaining the average share price of Orange Polska S.A. was met: the average share price in the first quarter of 2025 was higher than in the first half of 2022.

Table 16. Number and value of phantom shares redeemed by Orange Polska S.A., and the valuation of the Long Term Incentive Programme for the Series Two (LTI 2022–2024), recognised as the Company's costs in 2025

Full name	LTI 2022–2024		
	Number of redeemed phantom shares	Payment upon the Programme completion in April 2025 (PLN '000)*	Valuation of the Programme recognised as the Company's costs in 2025 (PLN '000)
Jolanta Dudek	29,160	223	23
Bożena Leśniewska	29,160	223	23
Witold Drożdż	29,160	223	23
Piotr Jaworski	29,160	223	23
Jacek Kowalski	29,160	223	23
Jacek Kunicki	29,160	223	23
Maciej Nowohoński	29,160	223	23

\* Number of shares for redemption (29,160) × the average price of Orange Polska S.A. shares in Q1 2025 (PLN 8.1329) less payment for the purchase of the redeemed phantom shares (PLN 14,580).

Table 17. Number of phantom shares acquired, and the valuation of the Long Term Incentive Programme for all series (LTI 2023–2025, LTI 2024–2026 and LTI 2025–2027), recognised as the Company's costs in 2025

Full name	LTI 2023–2025		LTI 2024–2026		LTI 2025–2027	
	Number of purchased phantom shares	Valuation of the Programme recognised as the Company's costs in 2025 (PLN '000)*	Number of purchased phantom shares	Valuation of the Programme recognised as the Company's costs in 2025 (PLN '000)*	Number of purchased phantom shares	Valuation of the Programme recognised as the Company's costs in 2025 (PLN '000)*
Liudmila Climoc	-	-	40,800	214	40,800	124
Jolanta Dudek	43,200	301	40,800	214	40,800	124
Bożena Leśniewska	43,200	301	40,800	214	40,800	124
Witold Drożdż	43,200	301	40,800	214	40,800	124
Piotr Jaworski	43,200	301	40,800	214	40,800	124
Jacek Kowalski	43,200	301	40,800	214	40,800	124
Jacek Kunicki	43,200	301	40,800	214	40,800	124
Maciej Nowohoński	43,200	301	40,800	214	40,800	124

\* Number of shares × valuation of share options as of 31 December 2025.

At the time of allocation of phantom shares for the LTI 2022–2024 and LTI 2023–2025 series, Liudmila Climoc was not the President of the Management Board of Orange Polska.

The LTI 2023–2025 shares shall be redeemed in 2026, provided that the relevant conditions are met.

### 3.7. Long Term Incentive Plan (LTIP) of the Orange Group

The Long Term Incentive Plan of the Orange Group is effected in three-year editions. It includes key executives in the Orange Group and is integrated with the Orange Group's strategic plan.

Members of the Management Board are awarded a predefined number of free shares of Orange S.A. under the following conditions: continuous service in the Orange Group throughout the Plan and some performance-based criteria.

The aim of the Plan is to **recognise the engagement of the Orange Group's key executives, to share the value created by the Orange Group's strategic plan, to achieve a balance between short-term and long-term remuneration, and to rely on well-known, monitored performance indicators.**

The Plan was launched in 2017, and its subsequent editions were implemented in subsequent calendar years.

In April 2025, the sixth edition of the Plan, for the years 2022–2024, was settled. As part of the settlement, Orange S.A. awarded disposable shares to the participants (see Table 19 below).

The unsettled editions include the seventh edition for 2023–2025, the eighth edition for 2024–2026 and the ninth edition for 2025–2027.

The conditions for receiving a specified number of free shares of Orange S.A. are indicated in the Table 18 below.

**Table 18. Detailed parameters of the Long Term Incentive Plan**

Name of the Plan	LTIP 2023–2025	LTIP 2024–2026	LTIP 2025–2027
1	2	3	4
<b>Performance assessment period</b>	Years 2023–2025	Years 2024–2026	Years 2025–2027
<b>Award date</b>	25 July 2023	23 July 2024	28 July 2025
<b>Ending date of the edition</b>	31 December 2025	31 December 2026	31 December 2027
<b>Award condition</b>	Continuous service from 1 January 2023 to 31 March 2026	Continuous service from 1 January 2024 to 31 March 2027	Continuous service from 1 January 2025 to 31 March 2028
<b>a) Financial indicator</b>	a) Organic Cash Flow <sup>1)</sup>	a) Organic Cash Flow <sup>1)</sup>	a) Organic Cash Flow <sup>1)</sup>
<b>b) Indicator weight</b>	b) 40%	b) 40%	b) 40%
<b>a) Financial indicator</b>	a) Total Shareholder Return <sup>2)</sup>	a) Total Shareholder Return <sup>3)</sup>	a) Total Shareholder Return <sup>3)</sup>
<b>b) Indicator weight</b>	b) 30%	b) 30%	b) 30%
<b>a) Financial indicator</b>	a) CSR <sup>4)</sup>	a) CSR <sup>5)</sup>	a) CSR <sup>5)</sup>
<b>b) Indicator weight</b>	b) 30%	b) 30%	b) 30%

<sup>1)</sup> The Orange Group's Organic Cash Flow will be assessed for the whole term of the relevant LTIP series with reference to the strategic plan objectives.

<sup>2)</sup> The increase in Total Shareholder Return should be higher than in TSR for the Stoxx Europe 600 Telecommunications Index between the first four months of the year preceding the first year of performance assessment and the last four months of the last year of performance assessment.

<sup>3)</sup> The increase in Total Shareholder Return should be higher than the target defined as the median of Total Shareholder Returns of a group of companies in the telecommunication industry included in the Stoxx Europe 600 Telecommunications Index between the first four months of the year preceding the first year of performance assessment and the last four months of the last year of performance assessment.

<sup>4)</sup> 20% of the CSR objective corresponds to the achievement of the goal related to a reduction of CO<sub>2</sub> emissions at the end of the assessment period, and the remaining 10% of the CSR objective corresponds to the achievement of the goal related to the share of women in managerial positions at the end of the assessment period.

<sup>5)</sup> 20% of the CSR objective corresponds to the achievement of the goal related to a share of renewable energy in the electric energy mix at the end of the assessment period, and the remaining 10% of the CSR objective corresponds to the achievement of the goal related to the proportion of women in managerial positions at the end of the assessment period.

**Rules for awarding Orange S.A. shares for specific objectives under the Long Term Incentive Plan of the Orange Group.**

Editions for 2022–2024 and 2023–2025

1. Shares for the Organic Cash Flow performance may be awarded upon achieving at least 95% of the target.
2. With respect to other objectives, shares are awarded only upon achieving them in 100%.

Subsequent editions, starting from 2024–2026

1. Shares for the Organic Cash Flow performance may be awarded upon achieving at least 95.7% of the target in the eighth edition (2024–2026) or upon achieving a specified value in millions of euros (i.e. the target minus the amount specified in the conditions of the Plan) in the ninth edition (2025–2027).
2. For the CSR performance, shares may be awarded upon achieving at least 97.9% of the target for a share of renewable energy in the electric energy mix and 97.2% of the target for a share of women in managerial positions in the eighth edition (2024–2026), and 98% and 97.3% respectively in the ninth edition (2025–2027).
3. Shares for the Total Shareholder Return performance may be awarded upon achieving at least the target (specified in the note 3 under the Table 18 above). Otherwise, the decision to award shares shall be made by the Board of Directors of Orange S.A.
4. The maximum possible achievement for the CSR indicators is 100%, whereas the maximum possible achievement for the Organic Cash Flow and Total Shareholder Return indicators is 120%, if the relevant target is exceeded.
5. The total number of disposable shares awarded upon settlement of an edition of the Plan may not exceed the share awards specified in the Table 19 below.

**Table 19. Number of disposable shares awarded or to be awarded to Members of the Management Board in the Long Term Incentive Plan of the Orange Group (PLN '000)**

Full name	Shares to be awarded (number)				Disposable shares awarded in LTIP 2022–2024 and settled in 2025 (number)
	LTIP 2022–2024	LTIP 2023–2025	LTIP 2024–2026	LTIP 2025–2027	
1	2	3	4	5	6
Liudmila Climoc	2,000	3,000	4,500	4,500	2,000
Jolanta Dudek	2,000	2,000	3,000	3,000	2,000
Bożena Leśniewska	2,000	2,500	3,000	3,000	2,000
Witold Drożdż	2,000	1,500	3,000	3,000	2,000
Piotr Jaworski	2,000	1,500	2,000	2,500	2,000
Jacek Kowalski	2,000	1,500	2,500	2,500	2,000
Jacek Kunicki	2,000	3,000	4,000	4,500	2,000
Maciej Nowochoński	2,000	2,000	3,000	3,000	2,000

**Table 20. Valuation of the Long Term Incentive Plan of the Orange Group, recognised as the Company's costs in 2025 (PLN '000)**

Full name	LTIP 2023–2025	LTIP 2024–2026	LTIP 2025–2027
	For 12 months ended 31 December 2025	For 12 months ended 31 December 2025	For 12 months ended 31 December 2025
Liudmila Climoc	45	50	37
Jolanta Dudek	30	33	24
Bożena Leśniewska	38	33	24
Witold Drożdż	23	33	24
Piotr Jaworski	23	22	20
Jacek Kowalski	23	28	20
Jacek Kunicki	45	45	37
Maciej Nowochoński	30	33	24

## 4. Remuneration of the Members of the Supervisory Board

The remuneration of Members of the Supervisory Board is determined by the General Meeting of Shareholders of Orange Polska S.A. In 2025, Members of the Supervisory Board were entitled to remuneration set out in the Resolution 40 of the Annual General Meeting of 2023.

Members of the Supervisory Board are entitled to fixed monthly remuneration depending on their functions performed in the Supervisory Board regardless of the number of meetings held in the given month. If a person is a Member or the Chairman of several Committees of the Supervisory Board in the given period, they do not receive the sum of additional remuneration for such positions but the highest remuneration to which they are entitled.

Within the Supervisory Board, there are three standing committees: Audit Committee, Remuneration Committee and Strategy Committee. Furthermore, the Supervisory Board may establish other Committees and define their tasks at its own discretion. In 2025, the Supervisory Board did not establish any further Committees.

Members of the Supervisory Board employed by Orange SA or its subsidiaries do not receive remuneration for performing the function of a Member of the Supervisory Board of Orange Polska S.A. or its Committees.

All Members of the Supervisory Board are entitled to reimbursement of costs related to their participation in the Supervisory Board's work. In connection with the performance of the Supervisory Board Member's duties Members of the Supervisory Board are covered by the D&O liability insurance.

In 2025, Members of the Supervisory Board were granted additional benefits in the form of invitations to cultural events.

The Company has followed the Diversity Management Policy for the Members of the Supervisory Board, adopted by the Annual General Meeting on 22 April 2022.

**Table 21. Remuneration of the Members of the Supervisory Board for 2025**

Full name	Total remuneration for performing the function (PLN '000)	Of which: Remuneration for sitting on a Committee (PLN '000)	Notes
Maciej Witucki	468	-	3)
Marie-Noëlle Jégo-Laveissière	-	-	1)
Laurent Martinez	-	-	1)
Marc Ricau	-	-	1)
Philippe Béguin	-	-	1)
Bénédicte David	-	-	1)
Bartosz Dobrzyński	260	86	3) 4)
Clarisse Heriard Dubreuil	-	-	1)
John Russell Houlden	431	288	
Monika Nachyła	243	86	3) 4)
Maria Pasło-Wiśniewska PhD	350	201	3)
Adam Uszpolewicz	237	86	3)
Jean-Marc Vignolles	-	-	2)
Etienne Vincens de Tapol	-	-	1)
<b>Total</b>	<b>1,989</b>	<b>747</b>	

- 1) A person employed by Orange S.A. who did not receive remuneration for the function performed in Orange Polska.
- 2) A person who did not receive remuneration for the function performed.
- 3) Total remuneration includes reimbursement of a portion of social insurance contributions as pursuant to the decision of the Social Insurance Institution (ZUS) the limitation of the annual basis for calculating contributions was exceeded.
- 4) Total remuneration includes additional benefits in the form of passes for Orange Warsaw Festival (OWF) and Open'er Festival.

## 5. Derogations from the Remuneration Policies and from the process of their implementation

In 2025, Orange Polska S.A. effected remuneration payments in line with the adopted Remuneration Policies, and there were no derogations from the rules specified therein.

## 6. Evolution of remuneration and key results over the 2021–2025 period

Percentage changes in key indicators versus their value in the preceding year are presented in the Table 23 below.

Table 22. Evolution of Orange Polska S.A.'s consolidated results over the last five years

Evolution of Orange Polska S.A.'s consolidated results (%/PLN mn)					
Orange Polska Group reports a single operating segment in its IFRS financial statements, as decisions about resources to be allocated and assessment of performance are made on a consolidated basis.					
Annual performance	2021	2022	2023	2024	2025
<b>EBITDAaL</b>	2,963	3,078	3,179	3,324	3,473
<b>EBITDAaL evolution<sup>(1)</sup></b>	+5.9%	+3.9%	+3.3%	+4.6%	+4.0% <sup>(2)</sup>
<b>Revenue</b>	11,928	12,488	12,970	12,732	13,133
<b>Revenue evolution<sup>(1)</sup></b>	+3.6%	+4.7%	+3.9%	-1.8%	+4.3% <sup>(2)</sup>
<b>Organic cash flow</b>	867	822	1,173	985	1,013
<b>Organic cash flow evolution</b>	+35%	-5.2%	+43%	-16%	+3%
<b>NPS (Net promoter score – position on the Polish market of telecommunications operators)</b>	2	2	3	1	2

<sup>(1)</sup> Evolution of performance measures has been calculated on a comparable basis. Where applicable, previous year's results have been restated to reflect changes in accounting policies and deconsolidation of subsidiaries, and to conform to new definitions of performance measures.

<sup>(2)</sup> Revenue and EBITDAaL evolution in 2025 has been adjusted to ensure data comparability: Orange Energia Sp. z o.o., a subsidiary sold on 30 June 2025, has been excluded from the Group's results for the period after 30 June 2024.

Total remuneration of Members of the Management Board and remuneration of employees other than Members of the Management Board or Supervisory Board for 2025 are presented in the Table 23 below.

Table 23. Evolution of remuneration in Orange Polska S.A. over the last five years

<b>Gross remuneration of the Management Board (PLN '000) <sup>(1) (3)</sup></b>					
<b>Full name</b>	<b>2021</b>	<b>2022</b>	<b>2023</b>	<b>2024</b>	<b>2025</b>
<b>Liudmila Climoc <sup>(2)</sup></b>	n/a	n/a	1,608	5,745	6,365
<b>Jolanta Dudek</b>	1,903	2,220	2,186	2,506	2,699
<b>Bożena Leśniewska</b>	2,568	2,697	2,504	2,776	2,883
<b>Witold Drożdż</b>	1,700	1,797	1,876	2,125	2,135
<b>Piotr Jaworski</b>	1,757	1,905	1,886	2,133	2,244
<b>Jacek Kowalski</b>	2,166	2,113	1,980	2,148	2,122
<b>Jacek Kunicki <sup>(7)</sup></b>	1,813	2,018	2,097	2,576	2,657
<b>Maciej Nowochoński</b>	2,203	2,188	2,043	2,231	2,194
<b>Julien Ducarroz <sup>(2)</sup></b>	5,382	5,670	4,353	n/a	n/a
<b>TOTAL</b>	<b>19,492</b>	<b>20,608</b>	<b>20,533</b>	<b>22,240</b>	<b>23,299</b>

  

<b>Employee remuneration (excluding the Management Board and Supervisory Board) <sup>(1) (4)</sup></b>					
	<b>2021</b>	<b>2022</b>	<b>2023</b>	<b>2024</b>	<b>2025</b>
<b>Average total gross salary (PLN '000)</b>	129	134	142	156	168
<b>Total gross remuneration paid to employees in subsequent years (PLN '000)</b>	1,236,923	1,187,072	1,217,931	1,276,168	1,305,564
<b>Management Board remuneration to employee remuneration ratio (%)</b>	1.74% <sup>(5)</sup>	1.74%	1.69%	1.90% <sup>(5)</sup>	1.90% <sup>(5)</sup>
<b>Number of employees <sup>(6)</sup></b>	9,622	8,863	8,571	8,157	7,761

<sup>(1)</sup> Remuneration excluding compensation and severance pay paid in connection with termination of employment (including compensation for non-competition after termination of employment).

<sup>(2)</sup> The amount paid by Orange Polska S.A. as the reimbursement of the costs related to posting of the President of the Management Board.

<sup>(3)</sup> Total remuneration and benefits of Members of the Management Board (including the Employee Pension Scheme), excluding benefits from the Social Fund, from the date of appointment as a Member of the Management Board to the end of tenure as a Member of the Management Board.

<sup>(4)</sup> Total salaries and benefits of employees (including the Employee Pension Scheme), excluding benefits from the Social Fund.

<sup>(5)</sup> In 2021, 2024 and 2025, the remuneration of Members of the Management Board increased by payments pursuant to the completion of the Incentive Programme in the form of phantom shares was assumed to determine the ratio.

<sup>(6)</sup> Average annual employment according to Statistics Poland's in full-time equivalents (excluding the Management Board).

<sup>(7)</sup> In 2024 and 2025, an additional bonus of PLN 180,000 for each year, described in section 3.5 above, was included.

n/a – not applicable

This Report presents information concerning remuneration of Members of the Management Board and Supervisory Board, while omits information concerning remuneration of the employees of Orange Polska S.A. other than Members of the Management Board or the Supervisory Board, except for the data presented in the Table 23 above.

The Report on the Remuneration of the Members of the Management Board and Supervisory Board of Orange Polska S.A. in 2024 was drawn up and adopted by the Supervisory Board of Orange Polska S.A. on 18 March 2025 in line with the requirements set forth in the Act of 29 July 2005 on public offering and the conditions for introducing financial instruments to the organised trading system and on public companies. The Annual General Meeting of Orange Polska S.A. expressed a positive opinion on the Report on the Remuneration of the Members of the Management Board and Supervisory Board of Orange Polska S.A. in 2024 (Resolution no. 31 of the Annual General Meeting of Orange Polska S.A. dated 17 April 2025).