

## **Report on remuneration of Management Board and Supervisory Board Members for year 2024**

### **I. Introduction**

This Remuneration Report has been prepared by the Supervisory Board of Asseco South Eastern Europe S.A. (hereinafter: "the Company") pursuant to Article 90g of the Act of 29 July 2005 on public offering and the conditions for introducing financial instruments to organized trading system and on public companies (Journal of Laws 2020.2080, consolidated text) (hereinafter: "the Act"). The report provides a comprehensive overview of the remuneration, including all benefits, regardless of their form, due to individual members of the Management Board and Supervisory Board in 2024, in accordance with the Remuneration Policy for members of the Management Board and Supervisory Board adopted by the Company (hereinafter: "Remuneration Policy"). The Remuneration Policy was adopted by resolution of the General Meeting on 16 June 2020. It sets out the basis, principles and procedures for determining, calculating and paying remuneration to the members of the Management Board and the members of the Supervisory Board with a view to contributing to the business strategy, long-term interests and stability of the Company.

Pursuant to Article 90e (4) of the Act, in accordance with the review of the Remuneration Policy and the positive assessment of its operation at the Company, the Company's Ordinary General Meeting, through resolution No. 17 of May 7, 2024, resolved to maintain the existing wording of the Remuneration Policy.

The report on the remuneration of the members of the Management Board and Supervisory Board prepared for 2023 was positively reviewed by the Company's Ordinary General Meeting in resolution No. 16 dated May 7, 2024.

The composition of the Company's Management Board in 2024 was as follows:

Piotr Jeleński	President of Management Board
Michał Nitka	Member of Management Board
Miljan Mališ	Member of Management Board
Kostadin Slavkoski	Member of Management Board

The composition of the Supervisory Board in 2024 was as follows:

Jozef Klein	Chairman of Supervisory Board
Adam Góral	Vice Chairman of Supervisory Board
Artur Kucharski	Member of Supervisory Board
Jacek Duch	Member of Supervisory Board
Adam Pawłowicz	Member of Supervisory Board

### **II. The amount of the total remuneration of the Members of the Management Board and Supervisory Board divided into the components referred to in Article 90d, paragraph 3(1) of the Act and the mutual proportions between these components.**

The members of the Management Board of the Company during the reporting year 2024 - received cash remuneration consisting of two parts, i.e. a fixed part and a variable part.

The fixed remuneration paid by the Company for the financial year did not exceed 24.00% (twenty four per cent) the amount of total remuneration received from all Group companies for achieving 100% of the target provided for that financial year in accordance with the Remuneration Policy.

The variable remuneration of the members of the Company's Management Board was dependent on financial performance.

Detailed rules for determining, calculating and paying the variable remuneration for Management Board Members- Piotr Jeleński and Michał Nitka were determined by the Supervisory Board. The Board, on appointment and at the beginning of each financial year of the ongoing term of office, determines the amounts taking into account the dependence of the variable remuneration of the Member of the Management Board on the adopted budget of the Company. The amounts of variable remuneration are determined gross. The final amount to be paid by the Company is reduced by the amounts of remuneration received by Piotr Jeleński and Michał Nitka in subsidiaries for their functions in supervisory and advisory bodies.

The members of the Management Board, Miljan Mališ and Kostadin Slavkoski, receive remuneration only in the subsidiaries in which they are employed and therefore their remuneration is described in section III as remuneration from entities belonging to the same capital group.

Members of the Supervisory Board, on the other hand, have fixed remuneration in accordance with Resolution No. 23 of the Ordinary General Meeting of the Company of 21 June 2022 on the determination of the principles of remuneration of members of the Supervisory Board of the Company.

The amount of the total remuneration is presented in this Report as the components referred to in Article 90d, paragraph 3(1) of the Act - i.e. fixed and variable remuneration components, as well as bonuses and other benefits and mutual proportions between the fixed and variable remuneration components. The table below presents a summary of all the above components and proportions for each member of the Management Board and Supervisory Board receiving remuneration from the Company.

All amounts are given in gross values.

**Table 1:** Remuneration of the Members of the Management Board and the Supervisory Board received and/or due from the Company in the reporting period - in PLN thousand gross.

First name and surname, function	Fixed salary (basic salary)	Variable remuneration (annual bonus)	Extraordinary allowances	Employee Capital Plans (PPK)	Total remuneration	Proportion between fixed and variable remuneration (F/V)
Piotr Jeleński, President of the Management Board	360	4,165	6	68	4,598	9% / 91%
Michał Nitka, Member of the Management Board	264	252	6	8	529	52% / 48%
Jozef Klein, Chairman of the Supervisory Board	84	-	-	-	84	100% / 0%
Adam Góral, Vice-Chairman of the Supervisory Board	66	-	-	-	66	100% / 0%
Jacek Duch, Member of the Supervisory Board	78	-	-	-	78	100% / 0%
Artur Kucharski, Member of the Supervisory Board	108	-	-	-	108	100% / 0%
Adam Pawłowicz, Member of the Supervisory Board	78	-	-	-	78	100% / 0%

The table shows the remuneration accrued for the year together with the amounts paid in the following year.

The column "extraordinary allowances" includes such benefits as private medical care, costs of a car used by a Board Member for private purposes (defined as a monthly lump sum), training costs.

Management Board members enjoy extraordinary allowances on the same basis as Company employees.

In the column "Variable remuneration (annual bonus)" the annual bonuses due to the member of the Management Board for the reporting year were included (even if they were paid after the end of the reporting year).

When calculating the data for the column "Proportion between fixed and variable remuneration (F/V)", extraordinary allowances were included in the fixed remuneration.

The following table shows fixed and variable salaries broken down into the portion paid during 2024 and the portion due and not paid.

**Table 2:** Remuneration of members of the Management Board and Supervisory Board divided into paid and unpaid

First name and surname, function	Fixed salary paid	Variable remuneration paid	Unpaid fixed remuneration due	Unpaid variable remuneration due
Piotr Jeleński, President of the Management Board	360	-	-	4,165
Michał Nitka, Member of the Management Board	264	-	-	252
Jozef Klein, Chairman of the Supervisory Board	84	-	-	-
Adam Góral, Vice-Chairman of the Supervisory Board	66	-	-	-
Jacek Duch, Member of the Supervisory Board	78	-	-	-
Artur Kucharski, Member of the Supervisory Board	108	-	-	-
Adam Pawłowicz, Member of the Supervisory Board	78	-	-	-

### III. Remuneration of entities belonging to the same capital group

Table 2, below, presents the remuneration which the members of governing bodies receive from companies incorporated within the ASEE Group. For Members of the Management Board - Piotr Jeleński and Michał Nitka such remuneration is awarded for their functions in the supervisory or advisory bodies in subsidiary companies, namely in the Supervisory Boards of ASEE Solutions d.o.o. Belgrade, Serbia, ASEE dooel and Payten dooel, Macedonia, Sonet společnost s.r.o., Czech Republic, ASEE Solutions d.o.o. in Croatia, ASEE d.o.o. and Payten d.o.o., Bosnia and Hercegovina, as well as in the coordinating committee of ASEE Solutions srl and Payten Payment Solutions srl, Romania.

Miljan Mališ - Member of the Management Board receives the entire remuneration from ASEE's subsidiary Payten d.o.o. in Serbia and Afusion d.o.o. Beograd in Serbia, where he is permanently employed and serves as Member of the Management Board. At the same time, Miljan Mališ supervises

the business lines responsible for POS, ATMs and Processing within the segment of Payments within the ASEE Group.

Likewise, Member of the Management Board Kostadin Slavkoski receives remuneration from ASEE BSS dooel in Macedonia and in the first half of 2024 at ASEE dooel in Macedonia acting as a member of its management board. Kostadin Slavkoski at the same time supervises the Banking Solutions segment in the ASEE Group.

**Table 3:** Remuneration of the Members of the Management Board and the Supervisory Board in the reporting period received and/or due from Group Companies - in PLN thousand gross

First name and surname, function	Fixed salary (basic salary)	Variable remuneration (annual bonus)	Extraordinary allowances	Employee Capital Plans (PPK)	Total remuneration	Proportion between fixed and variable remuneration (F/V)
Piotr Jeleński, President of the Management Board	-	3,474	-	-	3,474	0% / 100%
Miljan Malis, Member of the Management Board	244	774	-	-	1,018	24% / 76%
Kostadin Slavkoski, Member of the Management Board	194	806	-	-	999	19% / 81%
Michał Nitka, Member of the Management Board	-	832	-	-	832	0% / 100%

The following table shows fixed and variable salaries divided into the portion paid during 2024 and the portion due and not paid.

**Table 4:** Remuneration of members of the Management Board and Supervisory Board in ASEE subsidiaries, broken down into paid and unpaid

First name and surname, function	Fixed salary paid	Variable remuneration paid	Unpaid fixed remuneration due	Unpaid variable remuneration due
Piotr Jeleński, Prezes Zarządu	-	1,380	-	2,093
Miljan Malis, Członek Zarządu	244	289	-	485
Kostadin Slavkoski, Członek Zarządu	194	-	-	806
Michał Nitka, Członek Zarządu	-	439	-	393

#### IV. An explanation of how total remuneration is consistent with the Policy, including how it contributes to the Company's long-term performance and information on how the performance criteria have been applied

The total remuneration, including the bases, rules and procedures for determining, calculating and paying the remuneration for Members of the Company's Management Board and Members of the Supervisory Board are in accordance with principles and procedures adopted in the Remuneration Policy, adopted by the Company. The proportion of fixed remuneration of the Members of the Management Board to variable remuneration, as well as the manner of calculation and payment of remuneration, including in particular variable remuneration (bonuses), is in accordance with the principles adopted in the Remuneration Policy.

The members of the governing bodies did not receive in the reporting period any remuneration (including cash and non-cash components) other than provided for in the Remuneration Policy.

The variable remuneration of the Members of the Company's Management Board is dependent on financial performance. Pursuant to the Remuneration Policy, the dependence on financial results may relate both to the results of the entire Company and/or Group and/or Segment which is supervised by a given Member of the Management Board.

The variable part of the remuneration is settled after the closing of the financial year for which the remuneration is calculated and it is paid on the basis of data from the financial statements, confirmed by the auditor's report. In the course of the financial year, advances are made on variable remuneration depending on the achievement of financial targets.

As the greater part of the remuneration of the members of the Management Board is the variable part depending on the financial objectives and is paid in proportion to the Company's performance, this directly contributes to the achievement of the Company's long-term results (which are the achievement of increasingly better economic results and thus maximising the Company's net profits).

The table below provides details of the variable remuneration - descriptions of the business objectives, the adequate achievement of which entitles to receive variable remuneration (bonus) in 2024. In doing so, the Supervisory Board has verified that the total remuneration is in line with the adopted Remuneration Policy, including that the proportion of fixed to variable remuneration has been maintained in accordance with the principles set out in the Policy and the method of calculation and payment of bonuses is in line with the principles adopted in the Policy.

**Table 5:** Variable remuneration for 2024

Name, function	Description of criteria (business objectives) and type of remuneration	Weight	Lower limit - target achievement threshold for bonus entitlement	Upper limit of the criterion (business goal)
Piotr Jeleński	Variable remuneration (bonus) dependent on realization of consolidated profit of the ASEE Group as specified in the budget	100%	no	bonus based on actual achievement of target
Michał Nitka	Variable remuneration (bonus) dependent on realization of consolidated profit of the ASEE Group as specified in the budget	100%	no	bonus based on actual achievement of target
Miljan Mališ	Variable remuneration (bonus) dependent on the achievement of the target: consolidated EBIT of the Payment Business Line of the ASEE Group (excluding the Iberian Peninsula, Latin American countries and Turkey)	50%	no	120% performance The bonus for maximum (120%) performance is 144% of salary
	Variable remuneration (bonus) dependent on the achievement of the target: consolidated margin 1 from the proprietary activities of the ATM and POS Related Services Business Line of the ASEE Group (excluding Iberian Peninsula countries, Latin American countries and Turkey)	40%	Bonus payable subject to 80% achievement of target	120% The bonus for maximum (120%) performance is 144%
	Variable remuneration (bonus) depending on the achievement of the target: EBIT operating profit of the Payment Business Line of the Iberian Peninsula countries, Latin American countries and Turkey	10%	no	120% performance The bonus for maximum (120%) performance is 144% of salary

Kostadin Slavkoski	Variable remuneration (bonus) dependent on target achievement: consolidated margin 3 of Business Line Banking of ASEE Group	40%	no	120% performance The bonus for maximum (120%) performance is 144% of salary
	Variable remuneration (bonus) dependent on achieving the target: modified net profit of ASEE in Macedonia	30%	no	120% The bonus for maximum (120%) performance is 144%
	Variable remuneration (bonus) based on target achievement: consolidated margin 1 of ASEE Group Banking Business Line from proprietary (IP-based) activities: licences, subscriptions, SaaS.	30%	no	120% The bonus for maximum (120%) performance is 144%

## V. Information on the change, on an annual basis, of the remuneration, performance of the Company and average remuneration of employees of this Company who are not members of the Management Board or the Supervisory Board, in 2024

The following table summarises the remuneration of the Members of the Management Board and Supervisory Board, as well as the Company's results and the average remuneration of the Company's employees over the last five years, allowing these figures to be compared. The average employee remuneration (excluding Management Board and Supervisory Board Members) was calculated by dividing the remuneration calculated for the reporting period by the full-time equivalent, excluding persons on unpaid leave and redundancy. For the purpose of calculating the average remuneration for the purposes of the comparison below, the basic remuneration and variable remuneration, excluding additional benefits, were taken into account.

The following table includes information for the years 2020-2024, in accordance with Article 90g, paragraph 2, item 4 of the Act.

**Table 6** Comparison of remuneration (basic + variable) and company results over the last 5 reporting years (amounts in PLN thousand)

	Change 2024/2022 (%)	Change 2022/2021 (%)	2024	2022	2021	2020	2019
<b>Remuneration of board members</b>							
Piotr Jeleński, President of the Management Board	+3%	+10%	7,998	7,749	7,074	5,807	4,602
Marcin Rulnicki, Member of the Management Board (until 30 April 2021)			-	-	-	568	1,241
Miljan Malis, Member of the Management Board	+9%	-20%	1,018	934	1,168	904	1,312
Kostadin Slavkoski, Member of the Management Board	+21%	-4%	999	824	858	757	1,041
Michał Nitka, Member of the Management Board (as of 1 May 2021)	+3%	+8%	1,347	1,312	1,217	463	-
<b>Remuneration of members of the Supervisory Board</b>							
Jozef Klein, Chairman of the Supervisory Board	0%	+37%	84	84	61	36	36
Adam Góral, Vice Chairman of the Supervisory Board	0%	+35%	66	66	49	30	30

Jacek Duch, Member of the Supervisory Board	0%	+12%	78	78	70	60	60
Artur Kucharski, Member of the Supervisory Board	0%	+9%	108	108	100	90	90
Adam Pawłowicz, Member of the Supervisory Board	0%	+12%	78	78	70	60	60
<b>Group results</b>							
Consolidated operating profit of the ASEE Group	+0%	+5%	226,678	226,008	215,944	181,451	145,647
Consolidated Net Profit of the ASEE Group	-2%	+6%	204,686	208,328	195,986	155,223	118,170
Consolidated operating profit of the ASEE Group (in thousands of EUR)	+6%	+8%	52,665	49,909	46,060	39,640	32,553
Consolidated net profit of the ASEE Group (in thousands of EUR)	+3%	+10%	47,555	46,005	41,803	33,910	26,412
<b>Employment</b>							
Average number of employees of the company who are not members of the Management Board and Supervisory Board	-2%	+1%	26	27	27	26	24
<b>Average salary</b>							
Employees in the Company	+3%	+19%	194	188	158	145	165

#### VI. Financial instruments granted or offered and principal terms of exercising rights attached to them

Not applicable - no financial instruments were granted or offered to members of the Management Board or the Supervisory Board

#### VII. Information on the use of the option to claim back variable components of remuneration

Not applicable - the option to claim back variable components of remuneration has not been exercised

#### VIII. Information concerning deviations from the procedure for implementing the remuneration policy and derogations

Not applicable - there were no deviations from the application of the Remuneration Policy.

#### IX. Additional explanations

The Company is aware that:

- in September 2021, the majority shareholder of ASEE - Asseco International A.S. signed agreements with managers of ASEE Group companies (including members of the Company's Management Board) to acquire shares in ASEE. In total, the programme covers 547,550 shares in ASEE S.A., representing 1,05% of the Company's capital. The agreements concluded between the managers of ASEE Group companies and Asseco International A.S. provide for spreading the payments for shares over a period of time until 2029.

The above transactions were recognized as some kind of incentive programs for managers and accounted for under IFRS2 with required disclosures in the financial statements.

Adam Góral  
Vice-Chairman of the Supervisory Board