Schedule to Resolution 4/2025 of the Audit Committee of ERBUD SA of 25 March 2025

POLICY AND PROCEDURE FOR SELECTING ENTITIES AUTHORIZED TO CARRY OUT AUDITING ACTIVITIES FOR THE ISSUER OR THE ISSUER'S SUBSIDIARIES AND FOR THE PROVISION OF PERMITTED SERVICES THAT ARE NOT AUDIT OR ATTESTATION OF SUSTAINABILITY REPORTING BY AUTHORIZED ENTITIES

("**Policy**")

DEFINITIONS:

For the purposes of this Policy:

1) "**Issuer**" means ERBUD S.A. with its registered office in Warsaw
2) "**Regulation No. 537/2014**" means Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements for the statutory audit of public-interest entities, repealing Commission Decision 2005/909/EC (OJ.EU.L.2014.158.77);
3) "**Sustainability Reporting**" means sustainability reporting or group sustainability reporting within the meaning of the Accounting Act;
4) "**Prohibited Services**" means the services indicated in Article 5 of Regulation No. 537/2014 and in Article 136 section 1 of the Act on Statutory Auditors;
5) "**Act on Statutory Auditors**" means the Act of 11 May 2017 on Statutory Auditors, Audit Firms and Public Supervision;
6) "**Accounting Act**" means the Act of 29 September 1994 on accounting.

I. POLICY FOR SELECTING AN ENTITY AUTHORISED TO CARRY OUT AN INTERIM REVIEW OF THE SEPARATE AND CONSOLIDATED FINANCIAL STATEMENTS AND TO AUDIT AND ISSUE AN OPINION/REPORT ON THE AUDIT OF THE ANNUAL SEPARATE AND CONSOLIDATED FINANCIAL STATEMENTS (HEREINAFTER: "AUTHORISED ENTITY")

1. The Issuer, as a public-interest entity, is guided in the selection of the entity authorised to review the interim separate and consolidated financial statements and authorised to audit and issue an opinion/report on the audit of the annual separate and consolidated financial statements by:
    a. the legislation governing the above aspects;
    b. Issuer's Articles of Association and the Issuer's internal acts, in particular the Audit Committee's *Authorised Entity Selection Procedure* contained in this Policy*;*
    c. the reputation of the Authorized Entity;
    d. the Authorised Entity's experience in auditing financial statements in the industries in which the Issuer and its subsidiaries operate;
    e. the price for the above services.
2. The selected Authorised Entity may also carry out auditing activities in the Issuer's subsidiaries which have their registered office in the Republic of Poland.
3. The Issuer will select the Authorised Entity for a period in accordance with the law, in particular in accordance with the Act on Statutory Auditors, the Accounting Act and Regulation No. 537/2014.
4. The Issuer may shorten the period indicated in the section above, with the consent of the Supervisory Board and after obtaining a positive opinion of the Audit Committee in this regard, in

the event that there are reasonable grounds for terminating the agreement concluded with the Authorised Entity, in particular in the following cases:

a. Violation by the Authorised Entity of the rules under the Act on Statutory Auditors;
b. Violation by the Authorised Entity of the provisions of the agreement between the Issuer and the Authorised Entity;
c. Issuance of a final judgment on adverse activity of the Authorised Entity in respect of auditing activities, unauthorised conduct, violation of rules under the Act on Statutory Auditors;
d. Dissolution of the company within which the Authorised Entity operates;
e. Occurrence of the grounds for termination of the agreement with the Authorised Entity as indicated in the Accounting Act.

5. The Company shall immediately inform the Polish Audit Supervision Agency and the Polish Financial Supervision Authority of the termination of the agreement for the audit of the financial statements with the Authorised Entity, together with an appropriate explanation of the reasons for the termination

II. AUTHORISED ENTITY SELECTION PROCEDURE

1. In accordance with the Issuer's Articles of Association, the body authorised to appoint the entity authorised to review the interim separate and consolidated financial statements and authorised to audit and issue an opinion/report on the audit of the annual separate and consolidated financial statements is the Supervisory Board.
2. The selection of the Authorised Entity by the Issuer's Supervisory Board follows the recommendation of the Audit Committee operating within the Issuer's Supervisory Board.
3. Three months prior to the selection of the Authorised Entity, the Issuer's Financial Controller/CFO draws up a request for proposals for the review and audit of the interim and annual separate and consolidated financial statements as well as the annual statements of subsidiaries that are subject to mandatory audit under the Accounting Act.
4. A minimum of three audit firms are approached with the request for proposal.
5. One month before the selection of the Authorised Entity, the Issuer's Financial Controller/CFO forwards the collected bids to the Chair of the Audit Committee.
6. In the event that the selection does not concern the renewal of the contract with the Authorised Entity, two weeks prior to the selection of the Authorised Entity, the Chair of the Audit Committee shall forward the recommendation of the Audit Committee to the members of the Supervisory Board. The recommendation shall include at least:

    a. two options for the selection of the audit firm, together with a justification and an indication of the Audit Committee's justified preference for one of them;
    b. a statement that the request for proposals addressed under section 4: (i) did not violate the provisions of Article 17 section 3 of Regulation No. 537/2014, and (ii) did not exclude from participation in the selection procedure firms that received less than 15% of their total audit fees from public-interest entities in the relevant state of the European Union in the previous calendar year and are included in the list of audit firms referred to in Article 91 of the Act on Auditors;
    c. a statement that the tender documentation prepared for the invited audit firms: (i) enabled these firms to learn about the Issuer's activities, (ii) included an indication of the financial statements to be audited, (iii) contained transparent and non-discriminatory criteria for the selection of bids submitted by audit firms in response to the enquiry referred to in section 4;
    d. a brief description of direct negotiations conducted with interested bidders;
    e. a summary of the report containing the conclusions of the selection procedure approved by the Audit Committee;

f. an indication that account has been taken of the findings and conclusions of the annual report referred to in Article 90 section 5 of the Act on Statutory Auditors which may have influenced the choice of the audit firm.

7. Where the selection of the audit firm concerns the renewal of the contract with the Authorised Entity, two weeks prior to the selection of the Authorised Entity, the Chair of the Audit Committee shall forward the Audit Committee's recommendation to the members of the Supervisory Board. The recommendation shall include at least:
    a. identification of the audit firm to which it is proposed to entrust the statutory audit;
    b. a statement that the recommendation is free from third-party influence;
    c. a statement that the Issuer has not entered into agreements containing the clauses referred to in Article 66 section 5a of the Accounting Act.
8. The selection of the Authorised Entity shall take place at a meeting of the Supervisory Board, by voting by means of remote communication by electronic means or in writing. In selecting the Authorised Entity, the Supervisory Board shall take into account the recommendations of the Audit Committee and independently the findings and conclusions contained in the annual report referred to in Article 90 section 5 of the Act on Statutory Auditors.

III. POLICY FOR SELECTING AN ENTITY AUTHORISED TO CARRY OUT ATTESTATION OF THE SUSTAINABILITY REPORTING (HEREINAFTER: "ATTESTATION ENTITY")

1. The Issuer is guided in its selection of the Attestation Entity that will perform the attestation service of the Sustainability Reporting prepared by the Issuer in accordance with the Act on Statutory Auditors and the Accounting Act by:
    a. the legislation governing the above aspects;
    b. Issuer's Articles of Association and internal acts applicable to the Issuer*;*
    c. the reputation of the Attestation Entity;
    d. the experience of the Attestation Entity in carrying out attestation services for sustainability reporting, including in relation to other entities operating in the industries in which the Issuer and its subsidiaries operate;
    e. the price for the aforementioned service.
2. The Issuer will select the Attestation Entity for a period in accordance with the law, in particular in accordance with the Act on Statutory Auditors, the Accounting Act and Regulation No. 537/2014.
3. The provisions of section I.4. and I.5. above shall apply accordingly to the termination of an agreement with an Attestation Entity for the provision of attestation services for the Sustainability Reporting by the Issuer.
4. The Issuer may entrust the provision of Sustainability Reporting attestation services to the Authorised Entity, provided that the law allows for the combined provision by one entity of the services of an Authorised Entity and an Attestation Entity .

IV. OTHER AUDIT COMMITTEE ACTIVITIES RELATED TO AUDIT ACTIVITIES

1. In accordance with the Issuer's Articles of Association and the By-laws of the Audit Committee, the Audit Committee may take the following actions in its relations with the Authorised Entity and the Attestation Entity:
    a. Monitor the performance of auditing activities, in particular the audit and review of the financial statements and the attestation of the Sustainability Reporting by the audit firm;
    b. Monitor the independence of the Authorised Entity, the Attestation Entity and the auditor acting within them.
    c. Monitor the financial reporting process and the preparation of the Sustainability Reporting;
    d. Monitor the effectiveness of internal control and risk management systems and internal audit, including financial reporting and Sustainability Reporting;
    e. Control and monitor the independence of the auditor and the audit firm, in particular where services other than the audit or attestation of the Sustainability Reporting are provided to the Issuer by the audit firm;
    f. Inform the Issuer's Supervisory Board of the results of the audit or attestation of the Sustainability Reporting and explain how the audit or attestation contributed to the integrity of the Issuer's financial reporting or Sustainability Reporting and what role the Audit Committee played in the audit or attestation process;
    g. Review the auditor's independence and approve the auditor's provision of permitted non-audit services;
    h. Develop a policy for selecting an audit firm to perform the audit and a policy for selecting an audit firm to perform the attestation of the Sustainability Reporting;
    i. Develop a policy for the provision of permitted non-audit or non-attestation services by the audit firm performing the audit of the financial statements or attestation of the Sustainability Reporting, by affiliates of the audit firm and by a member of the audit firm's network;
    j. Determine the procedures for selecting an audit firm by the Issuer;
    k. Make recommendations to the Supervisory Board on the appointment of statutory auditors or audit firms in accordance with the policies developed by the Audit Committee;
    l. Submit recommendations to ensure the integrity of the process of the Issuer's financial reporting or Sustainability Reporting.

V. ISSUER'S POLICY ON THE PERFORMANCE OF OTHER ACTIVITIES BY THE SELECTED AUTHORISED ENTITY FOR THE ISSUER OR A SUBSIDIARY OF THE ISSUER.

1. With regard to activities other than the review of the interim separated and consolidated financial statements and the examination and issuance of an opinion/examination report on the audit of the annual separate and consolidated financial statements of the Issuer and the Issuer's subsidiaries, the Issuer shall apply Article 136 of the Act on Statutory Auditors, in particular with regard to Prohibited Services
2. Subject to the exceptions provided for by law, in particular Regulation No. 537/2014, before entrusting an Authorised Entity with services other than the statutory audit , the Audit Committee carries out an assessment of the threats and safeguards to independence referred to in Articles 69-73 of the Act on Statutory Auditors. The Chair of the Audit Committee reports the results of the analysis to the Supervisory Board and the Management Board.
3. In the event that, due to the analysis made (taking into account Section VI.3 of this Policy), the Authorised Entity cannot provide the permitted additional services referred to in this Section V. Policy, Sections I. and II. of this Policy shall apply accordingly.

VI. THE ISSUER'S POLICY ON THE PERFORMANCE OF OTHER ACTIVITIES BY THE SELECTED ATTESTATION ENTITY FOR THE ISSUER OR A SUBSIDIARY OF THE ISSUER.

1. With regard to entrusting the Attestation Entity with activities other than the attestation of the Sustainability Reporting, the Issuer shall apply Article 136a of the Act on Statutory Auditors, in particular with regard to the prohibition of the provision by this audit firm and members of its network of the services referred to in Article 136a section 1 of the Act on Statutory Auditors.
2. Before entrusting the Attestation Entity or a member of its network with the provision of permitted services other than the attestation of the Sustainability Reporting, the Audit Committee carries out an assessment of the risks and safeguards of independence referred to in Article 74 of the Act on Statutory Auditors and approves the entrustment of such services. The Chair of the Audit Committee shall report the results of the analysis to the Supervisory Board and the Management Board.
3. In the event that the Attestation Entity is also the Authorised Entity, before entrusting it (or a member of its network) with authorised services other than Prohibited Services, the Audit Committee shall carry out an assessment of the threats and safeguards to independence referred to in Article 74 of the Act on Statutory Auditors and approve the entrustment of such services. The Chair of the Audit Committee reports the results of the analysis to the Supervisory Board and the Management Board
4. In the event that, due to the analysis performed, the Attestation Entity cannot provide the permitted additional services referred to in this Section VI. of the Policy, Section III. of this Policy shall apply accordingly for the Issuer to entrust such services to another entity.

For the Audit Committee of ERBUD SA

Beata Jarosz - Chair of the Committee