
Resolution No.
adopted by the Extraordinary Shareholder Meeting
of the company doing business as Jastrzębska Spółka Węglowa Spółka Akcyjna
with its registered office in Jastrzębie-Zdrój
on 23 November 2026

on electing the Chairperson of the Extraordinary Shareholder Meeting.

Acting pursuant to Article 409 § 1 of the Commercial Company Code of 15 September 2000 and § 25 of the Articles of Association of JSW S.A., the Extraordinary Shareholder Meeting of JSW S.A. resolves as follows:

- I. The following person is elected to be the Chairperson of the Extraordinary Shareholder Meeting:

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- II. The resolution shall come into force on the date of its adoption.

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on electing the Election Committee of the Extraordinary Shareholder Meeting.

The Extraordinary Shareholder Meeting of JSW S.A. hereby resolves as follows:

I. The Election Committee is hereby elected in the following composition:

1.
2.
3.

II. The resolution shall come into force on the date of its adoption.

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on accepting the agenda for the Extraordinary Shareholder Meeting.

The Extraordinary Shareholder Meeting of JSW S.A. hereby resolves as follows:

- I. The following agenda is hereby adopted:
 1. Open the Extraordinary Shareholder Meeting.
 2. Elect the Chairperson of the Extraordinary Shareholder Meeting.
 3. Assert that the Extraordinary Shareholder Meeting has been convened correctly and is capable of adopting resolutions.
 4. Select the Election Committee of the Extraordinary Shareholder Meeting.
 5. Accept the agenda for the Extraordinary Shareholder Meeting.
 6. Adopt a resolution on giving consent to the establishment of collateral for a loan agreement to be entered into between the Company as the borrower and Agencja Rozwoju Przemysłu S.A. as the lender, in the form of mortgages on real estate and registered liens on assets comprising organized parts of the Company's enterprise.
 7. Adopt a resolution on giving consent to the establishment of additional collateral for the financing provided by the Financial Institution Consortium, in the form of mortgages on real estate and registered liens on other assets comprising an organized part of the Company's enterprise.
 8. Close the Extraordinary Shareholder Meeting.
- II. The resolution shall come into force on the date of its adoption.

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on: giving consent to the establishment of collateral for a loan agreement to be entered into between the Company as the borrower and Agencja Rozwoju Przemysłu S.A. as the lender, in the form of mortgages on real estate and registered liens on assets comprising organized parts of the Company's enterprise.

Pursuant to §26 Section 1 item 14 of the Articles of Association of Jastrzębska Spółka Węglowa S.A., with its registered office in Jastrzębie-Zdrój, at al. Jana Pawła II 4, 44-330 Jastrzębie-Zdrój, entered in the Register of Commercial Undertakings of the National Court Register maintained by the District Court in Gliwice, 10th Commercial Division of the National Court Register, under KRS number 0000072093, with REGON number 271747631 and NIP number 6330005110 ("**JSW**", "**Company**"), the Extraordinary Shareholder Meeting hereby resolves as follows:

§1

For the purpose of establishing collateral for the loan agreement up to the amount of PLN 1,066,000,000.00, to be entered into between the Company as the borrower and Agencja Rozwoju Przemysłu S.A. as the lender ("**Loan Agreement**"), the Extraordinary Shareholder Meeting hereby gives consent to establishing the following collateral for the claims of Agencja Rozwoju Przemysłu S.A. arising from the Loan Agreement on the fixed assets and real properties comprising: (i) a separate organizational unit of the Company constituting an organized part of the enterprise comprising the Budryk Mine ("**KWK Budryk OPE**"); (ii) a separate organizational unit of the Company constituting an organized part of the enterprise comprising the Knurów Szczygłowice Mine ("**KWK Knurów-Szczygłowice OPE**"); (iii) a separate organizational unit of the Company constituting an organized part of the enterprise comprising the Pniówek Mine ("**KWK Pniówek OPE**"); (iv) a separate organizational unit of the Company constituting an organized part of the enterprise comprising the Borynia-Zofiówka Mine – Zofiówka Section ("**KWK Borynia-Zofiówka – Zofiówka Section OPE**"); (v) a separate organizational unit of the Company constituting an organized part of the enterprise comprising the Borynia-Zofiówka Mine – Borynia Section ("**KWK Borynia-Zofiówka – Borynia Section OPE**"), i.e.:

- (a) establishment of a mortgage (mortgages) on real estate comprising the KWK Budryk OPE;
- (b) establishment of a mortgage (mortgages) on real estate comprising the KWK Knurów-Szczygłowice OPE;
- (c) establishment of a mortgage (mortgages) on real estate comprising the KWK Pniówek OPE;
- (d) establishment of a mortgage (mortgages) on real estate comprising the KWK Borynia-Zofiówka – Zofiówka Section OPE;
- (e) establishment of a mortgage (mortgages) on real estate comprising the KWK Borynia-Zofiówka – Borynia Section OPE;
- (f) establishment of registered pledges on a set of movable property constituting the assets

- of the KWK Budryk OPE, constituting an economic whole, even if its composition is variable, with the exception of those elements the disposal of which requires the consent of the minister responsible for the environment pursuant to the Geological and Mining Law Act of 9 June 2011 (i.e., excluding facilities, equipment and installations erected in the area covered by mining usufruct);
- (g) establishment of registered pledges on a set of movable property constituting the assets of the KWK Knurów-Szczygłowice OPE, constituting an economic whole, even if its composition is variable, with the exception of those elements the disposal of which requires the consent of the minister responsible for the environment pursuant to the Geological and Mining Law Act of 9 June 2011 (i.e., excluding facilities, equipment and installations erected in the area covered by mining usufruct);
 - (h) establishment of registered pledges on a set of movable property constituting the assets of the KWK Pniówek OPE, constituting an economic whole, even if its composition is variable, with the exception of those elements the disposal of which requires the consent of the minister responsible for the environment pursuant to the Geological and Mining Law Act of 9 June 2011 (i.e., excluding facilities, equipment and installations erected in the area covered by mining usufruct);
 - (i) establishment of registered pledges on a set of movable property constituting the assets of the KWK Borynia-Zofiówka – Zofiówka Section OPE, constituting an economic whole, even if its composition is variable, with the exception of those elements the disposal of which requires the consent of the minister responsible for the environment pursuant to the Geological and Mining Law Act of 9 June 2011 (i.e., excluding facilities, equipment and installations erected in the area covered by mining usufruct);
 - (j) establishment of registered pledges on a set of movable property constituting the assets of the KWK Borynia-Zofiówka – Borynia Section OPE, constituting an economic whole, even if its composition is variable, with the exception of those elements the disposal of which requires the consent of the minister responsible for the environment pursuant to the Geological and Mining Law Act of 9 June 2011 (i.e., excluding facilities, equipment and installations erected in the area covered by mining usufruct);
 - (k) assignment of receivables arising from property insurance contracts entered into by the Company (excluding receivables insurance) relating to the encumbered assets of the KWK Budryk OPE, KWK Knurów-Szczygłowice OPE, KWK Pniówek OPE, KWK Borynia-Zofiówka – Zofiówka Section OPE and KWK Borynia-Zofiówka – Borynia Section OPE (including the real estate comprising them) constituting the subject of the mortgages referred to above and the registered pledges referred to above;
 - (l) conclusion, execution, delivery and performance of all contracts, agreements, statements, certificates, notices, powers of attorney and any other documents required to establish the collateral specified in the preceding paragraphs; and
 - (m) conduct, by the creditor authorized under the collateral referred to above, i.e. Agencja Rozwoju Przemysłu S.A., of enforcement from these collateral instruments in every manner permissible by law, also by taking over the management of the enterprise, leasing the enterprise, selling the object of the registered pledge in a public tender and taking ownership title to the registered pledge.

§2

This resolution shall come into force on the date of its adoption.

Justification

The amendment to the Act on the System of Development Institutions allows Agencja Rozwoju Przemysłu S.A. (ARP, Industrial Development Agency) to grant loans to companies of significant importance to the national economy. The act provides financial support to companies undergoing reorganization, including JSW. The explanatory memorandum to the act states that the loans may be used to reorganize companies with the aim of reducing or optimizing their operating expenses. JSW intends to take advantage of the financing provided by ARP; to this end, the Company has submitted an application for a loan.

During the negotiations for a potential Loan Agreement, it was determined that a collateral package must be established, including, in particular, collateral in the form of organized parts of the enterprise ("OPE") comprising KWK Knurów-Szczygłowiec, KWK Pniówek, KWK Budryk, KWK Borynia-Zofiówka – Zofiówka Section, and KWK Borynia-Zofiówka – Borynia Section.

The collateral will take the form of registered pledges on movable property and mortgages on the real properties of the aforementioned OPEs. The approval of the Shareholder Meeting is necessary to complete the required corporate formalities and to enable the Company to effectively carry out the legal acts related to the establishment of the collateral in question.

By Resolution No. 220/XII/2026 dated 19 October 2026, the JSW S.A. Management Board submitted a motion to the Company's Shareholder Meeting and Supervisory Board requesting the necessary corporate approvals to establish collateral for a loan agreement up to the amount of PLN 1,066, 000,000.00, to be entered into between the Company as the borrower and Agencja Rozwoju Przemysłu S.A. as the lender.

By Resolution No. 767/XI/26 dated 23 October 2026, the JSW S.A. Supervisory Board approved the Management Board's motion to the JSW S.A. Shareholder Meeting regarding the establishment of the collateral for the aforementioned loan agreement.

Resolution No.
adopted by the Extraordinary Shareholder Meeting
of the company doing business as Jastrzębska Spółka Węglowa Spółka Akcyjna
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on 23 November 2026

on: giving consent to the establishment of additional collateral for the financing provided by the Financial Institution Consortium, in the form of mortgages on real estate and registered liens on other assets comprising an organized part of the Company's enterprise.

Pursuant to §26 Section 1 item 14 of the Articles of Association of Jastrzębska Spółka Węglowa S.A., with its registered office in Jastrzębie-Zdrój, at al. Jana Pawła II 4, 44-330 Jastrzębie-Zdrój, entered in the Register of Commercial Undertakings of the National Court Register maintained by the District Court in Gliwice, 10th Commercial Division of the National Court Register, under KRS number 72093, with REGON number 271747631 and NIP number 6330005110 ("**JSW**", "**Company**"), the Extraordinary Shareholder Meeting hereby resolves as follows:

§1

For the purpose of establishing additional collateral for the financing granted by the Financial Institution Consortium (as defined below), in connection with: (i) the Financing Agreement dated 12 April 2023 in the amount of PLN 1,170,000,000.00, the USD equivalent of PLN 190,000,000.00 and the EUR equivalent of PLN 290,000,000.00 between the Company as the borrower and Agencja Rozwoju Przemysłu S.A., Towarzystwo Finansowe Silesia S.A., Powszechny Zakład Ubezpieczeń S.A., Powszechny Zakład Ubezpieczeń na Życie S.A., Bank Gospodarstwa Krajowego, Bank Polska Kasa Opieki S.A., Alior Bank S.A., Powszechna Kasa Oszczędności Bank Polski S.A. ("**Financial Institution Consortium**") ("**Financing Agreement**") and (ii) ongoing discussions with the Financial Institution Consortium regarding, among other things, the suspension of certain of the Company's obligations under the Financing Agreement in light of the Company's current situation, and regarding approval to enter into a loan agreement with Agencja Rozwoju Przemysłu S.A., the Extraordinary Shareholder Meeting hereby grants consent to the establishment of the following collateral for the Financial Institution Consortium's claims under the Finance Documents (as defined in the Financing Agreement) on the fixed assets and real estate comprising the separate organizational unit of the Company constituting an organized part of the enterprise comprising the Borynia-Zofiówka Hard Coal Mine – Borynia Section (**KWK Borynia-Zofiówka – Borynia Section OPE**):

- (a) establishment of a mortgage (mortgages) on real estate comprising the KWK Borynia-Zofiówka – Borynia Section OPE (and comprising any OPE spun off from the KWK Borynia-Zofiówka – Borynia Section OPE, should such a spin-off occur);
- (b) establishment of registered pledges on a set of movable property constituting the assets of the KWK Borynia-Zofiówka – Borynia Section OPE (and any OPE spun off from the KWK Borynia-Zofiówka – Borynia Section OPE, if such spin-off takes place), constituting an economic whole, even if its composition is variable, with the exception of those elements the disposal of which requires the consent of the minister responsible for the environment pursuant to the Geological and Mining Law Act of 9 June 2011 (i.e., excluding facilities, equipment and installations erected in the area covered by mining usufruct);
- (c) assignment of receivables arising from property insurance contracts entered into by the

Company (excluding receivables) relating to the encumbered assets of the KWK Borynia-Zofiówka – Borynia Section OPE (including the real estate comprising them) constituting the subject of the mortgage (mortgages) referred to above and the registered pledges referred to in paragraph (b) above;

- (d) conclusion, execution, delivery and performance of all contracts, agreements, statements, certificates, notices, powers of attorney and any other documents required to establish the collateral specified in the paragraphs (a)-(c) above; and
- (e) conduct, by the creditors authorized under the collateral referred to above, in particular Powszechna Kasa Oszczędności Bank Polski S.A., as the collateral agent, of enforcement from these collateral instruments in every manner permissible by law, also by taking over the management of the enterprise, leasing the enterprise, selling the object of the registered pledge in a public tender and taking ownership title to the registered pledge.

§2

This resolution shall come into force on the date of its adoption.

Justification

The establishment of collateral on the assets comprising the organized part of the enterprise consisting of KWK Borynia-Zofiówka – Borynia Section in favor of the Financial Institution Consortium stems from the need to work out the terms of further financing by the Consortium and to obtain the Consortium's consent to enter into the planned loan agreement with Agencja Rozwoju Przemysłu S.A.

The actions being taken are a key element of the JSW Group's business restructuring process.

The approval of the Shareholder Meeting is necessary to complete the required corporate formalities and to enable the Company to effectively carry out the legal acts related to the establishment of the collateral in question.

By Resolution No. 221/XII/2026 dated 19 October 2026, the JSW S.A. Management Board submitted a motion to the Company's Shareholder Meeting and Supervisory Board requesting the necessary corporate approvals to establish additional collateral for the financing provided by the Financial Institution Consortium.

By Resolution No. 768/XI/26 dated 23 October 2026, the JSW S.A. Supervisory Board approved the Management Board's motion to the JSW S.A. Shareholder Meeting regarding the establishment of additional collateral for the aforementioned financing provided by the Financial Institution Consortium.