

**DOM DEVELOPMENT S.A.**

**REPORT  
OF THE REMUNERATION  
COMMITTEE  
OF DOM DEVELOPMENT S.A.  
ON THE ACTIVITIES CONDUCTED  
FROM 1 JANUARY 2022  
TO 31 DECEMBER 2022**



## I. Personnel, composition and organisation of the Remuneration Committee.

Pursuant to the provisions of the Statute of Dom Development S.A. with its registered seat in Warsaw ('the Company') and Remuneration Committee Bylaws dated 5 September 2006 and amended on 29 December 2006 and 5 October 2010, the Remuneration Committee is a permanent committee of the Supervisory Board.

The Remuneration Committee is composed of at least three members appointed by the Supervisory Board from among its members, at least two of whom shall be Independent Members of the Supervisory Board (in the meaning of point 7.7 of the Company's Statute).

From 1 January 2022 to 31 December 2022, the Remuneration Committee acted under the following composition:

Marek Moczulski - Chairman of the Remuneration Committee,

Mark Spiteri - Member of the Remuneration Committee,

Krzysztof Grzyliński - Member of the Remuneration Committee.

The rules of organisation and the methods of operation of the Remuneration Committee are specified by the provisions of the Company's Statute and the Remuneration Committee Bylaws dated 5 September 2006 and amended on 29 December 2006 and 5 October 2010.

## II. Activity of the Remuneration Committee.

1. During the period under review, the Remuneration Committee conducted its activity by way of sessions convened by the Chairman of the Supervisory Board. Said sessions took place in accordance with the 2022 Company Activity Schedule and depending on needs. The Remuneration Committee also conducted sessions via videoconference. Minutes were taken during all sessions and the decisions made by the Committee took the form of resolutions.

2. During the period from 1 January 2022 to 31 December 2022, the most important tasks of the Remuneration Committee were the periodical assessment of the terms of remuneration of the Management Board members and preparation of remuneration proposals including granting additional incentive-based benefits for management, such as bonus schemes and share option programs.

During the period covered by this report, 7 sessions of the Dom Development S.A. Remuneration Committee took place, on the following dates:

1. 15 March 2022;
2. 24 March 2022;
3. 25 April 2022;
4. 24 May 2022;
5. 3 October 2022;
6. 29 November 2022;
7. 16 December 2022.

All sessions of the Remuneration Committee were convened correctly. All members of the Remuneration Committee were present at all sessions. Some sessions of the Remuneration Committee were also attended by the President of the Management Board Mr. Jarosław Szanajca and HR Directors: Mr. Jakub Poddany and Mrs. Magdalena Bielecka.

Members of the Remuneration Committee at the meeting on 15 March 2022 discussed the remuneration given to members of the Management Board in 2021, adopted the Report of the Remuneration Committee on activities conducted from 1 January 2021 to 31 December 2021, recommended the granting of bonuses within the Discretionary Bonus Scheme for Senior



Executives and Consultants of Dom Development S.A. and adopted resolutions on the recommendation of bonuses related to the SECP (Senior Executive Compensation Plan) as well as the setting of SECP targets.

At the meeting on 24 March 2022 the Remuneration Committee adopted resolutions on the recommendation of bonuses within the Discretionary Bonus Scheme for Senior Executives and Consultants of Dom Development S.A. and the SECP (Senior Executive Compensation Plan).

During the Remuneration Committee meeting on 25 April 2022, the members recommended that the Supervisory Board adopt the "Supervisory Board report on remuneration for members of Dom Development S.A. Management Board and Supervisory Board for 2021".

At the meeting on 24 May 2022, the Remuneration Committee members discussed the status of the share option programmes.

At the meeting on 3 October 2022, the Remuneration Committee analyzed research on remuneration packages at Warsaw quoted public companies (which are comparable to Dom Development S.A.) for 2021 and adopted resolutions on proposals to amend the remuneration of Members of the Management Board. Moreover the Remuneration Committee members recommended that the Supervisory Board adopt Provisions of the Management Share Option Programme VII for Leszek Stankiewicz, Vice-President of the Management Board – Financial Director of Dom Development S.A., regarding 250,000 Shares of Dom Development S.A. and granting the options.

At the meeting on 29 November 2022, the Remuneration Committee members discussed plans for 2023 with the Company's HR Director, whereas at the meeting on 16 December 2022 the Remuneration Committee adopted the 2023 activity schedule.