

**DOM DEVELOPMENT S.A.**

**REPORT  
OF THE REMUNERATION  
COMMITTEE  
OF DOM DEVELOPMENT S.A.  
ON THE ACTIVITIES CONDUCTED  
FROM 1 JANUARY 2023  
TO 31 DECEMBER 2023**



## 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, 5 October 2010 and 4 October 2023, 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 2023 to 14 June 2023, 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.

Following the resignations of Mr. Marek Moczulski and Krzysztof Grzyliński from their positions of Company Supervisory Board members, Mrs. Dorota Podedworna-Tarnowska and Mrs. Anna Maria Panasiuk were appointed to the Remuneration Committee on 15 June 2023. Mrs. Dorota Podedworna-Tarnowska was also appointed Chairperson 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, 5 October 2010 and 4 October 2023.

## 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 2023 to 31 December 2023, 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 2023;
2. 24 March 2023;
3. 17 April 2023;
4. 15 May 2023;
5. 24 May 2023;
6. 4 October 2023;
7. 30 November 2023;

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 Director Mrs. Magdalena Bielecka.

Members of the Remuneration Committee at the meeting on 15 March 2023 discussed the remuneration given to members of the Management Board in 2022, adopted the Report of the Remuneration Committee on activities conducted from 1 January 2022 to 31 December 2022, recommended the granting of bonuses within the Discretionary Bonus Scheme for Senior Executives and Consultants of Dom Development S.A. and adopted a resolution on the recommendation of setting of SECP (Senior Executive Compensation Plan) targets.

At the meeting on 17 April 2023 the Remuneration Committee adopted resolution on the recommendation of bonuses within the SECP (Senior Executive Compensation Plan).

During the Remuneration Committee meeting on 15 May 2023, 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 2022".

At the meeting on 24 May 2023, the Remuneration Committee members discussed the status of the share option programmes.

At the meeting on 4 October 2023, the Remuneration Committee analyzed research on remuneration packages at Warsaw quoted public companies (which are comparable to Dom Development S.A.) for 2022, adopted resolution on a proposal of the remuneration of a Member of the Management Board and proposed amendment of Remuneration Committee Regulations.

At the meeting on 30 November 2023, the Remuneration Committee members discussed plans for 2024 with the Company's HR Director, adopted a resolution on a proposal of bonus for a Management Board Member, as well as adopted the 2024 activity schedule.