



**REPORT ON THE REMUNERATION
OF MEMBERS OF THE MANAGEMENT BOARD AND
THE SUPERVISORY BOARD
OF TAURON POLSKA ENERGIA S.A.
FOR 2019-2020**

30 March 2021

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1. Foreword

The Report on the remuneration of the Management Board and the Supervisory Board of TAURON Polska Energia S.A. for financial years 2019– 2020 (hereinafter referred to as: the “Remuneration Report”) was adopted by the Supervisory Board of TAURON Polska Energia S.A. (hereinafter referred to as: “TAURON” or “the Company”) and, according to its assessment, complies with the requirements defined in Article 90g of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to the Organised Trading and Public Companies (consolidated text, Journal of Laws 2020, item 2080) (hereinafter referred to as: “the Act on Public Offering”).

This Remuneration Report has been prepared following a comprehensive review of remuneration, including all benefits, in whatever form, received by individual Members of the Management Board and the Supervisory Board or due to individual Members of the Management Board and the Supervisory Board in the financial years 2019-2020. In the framework of the aforementioned remuneration review, the compliance of the remuneration received by Members of the Management and the Supervisory Board in 2020 with the Remuneration Policy for Members of the Management Board and the Supervisory Board in TAURON Polska Energia S.A. was assessed (hereinafter referred to as: “2020 Remuneration Policy”) as adopted by the General Meeting of the Company pursuant to Resolution no. 26 on 15 July 2020 and published on the Company website: <https://www.tauron.pl>

As part of the aforementioned activities, the remuneration received by Members of the Management Board and the Supervisory Boards in 2019 was also assessed in terms of its compliance with the Remuneration Policy for members of the supervisory and management bodies including the description of the principles of its determining in TAURON Polska Energia S.A., effective since 14 July 2020 and adopted by the Supervisory Board of the Company on 23 October 2017 (hereinafter referred to as: “2017 Remuneration Policy”) which replaced the previous Remuneration Policy adopted in 2010, following the admission of the Company shares to public trading and the adoption of the Good Practices of Companies Listed on the WSE for application.

The subject of the Remuneration Report covers the principles of determining and the structure of the remuneration of Members of the Management Board and the Supervisory Board the Company in the financial years 2019-2020, with special reference to the level of the total remuneration of individual Members of the Management Board, broken down into fixed and variable remuneration dependent on the achievement of certain management objectives. The value of additional cash and non-cash benefits granted to Members of the Management Board and the value of benefits received by Members of the Management Board in connection with the termination of the contract for the provision of management services and compliance with the non-competition clause were also provided.

The Remuneration Report does not contain any personal data of Members of the Management Board and the Supervisory Board referred to in Article 9(1) of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC (General Data Protection Regulation) (OJ L 119, 04.05.2016, p. 1, as amended).

2. Remuneration rules for Members of the Management Board

The remuneration rules for Members of the Management Board applied by the Company for the period covering the 2020 financial year were compliant with the 2020 Remuneration Policy, while in the period covering the 2019 financial year, they were compliant with the 2017 Remuneration Policy. The said rules were also compliant with Resolution No. 5 of the Extraordinary General Meeting of the Company of 15 December 2016, as amended by Resolution No. 5 of the Extraordinary General Meeting of the Company of 21 November 2019, regarding the principles of development of remuneration for Members of the Management Board and with the Act of 9 June 2016 on the rules concerning formation of remuneration for persons managing some companies and 2016 Good Practices of Companies Listed on the Stock Exchange.

The remuneration system for Members of the Management Board is incentive-based, consisting of a monthly fixed remuneration and a variable remuneration, depending on the level of achievement of the management objectives determined. The variable remuneration of Members of the Management Board depends on the achievement of the financial ratios (EBITDA and Net Debt/EBITA) defined in the Material and Financial Plan for the particular financial year and on the implementation of the TAURON Group Strategy and investment tasks in the long term, which contributes to the achievement of long-term results of the Company and the Capital Group. The 2020 Remuneration Policy, striving to link the variable remuneration of Members of the Management Board with the long-term results achieved by the Company defined, among others, one of the management objectives comprising the implementation of the Group Strategy, investment in accordance with the schedule and budget optimal from the point of view of profitability of the projects and the standing of the Capital Group. In the framework of this general objective, the Supervisory Board sets specific management objectives to be achieved by Members of the Management Board in the particular financial year. Accordingly, the remuneration of Members of the Management Board contributes to the achievement of long-term results of the Company.

Pursuant to the contracts for the provisions of management services concluded for the term of office, Members of the Management Board received remuneration consisting of two parts: a fixed amount, representing the basic monthly remuneration (hereinafter referred to as “the Fixed Remuneration”) and a variable part (hereinafter referred to as “the Variable Remuneration”), representing supplementary remuneration for the financial year of the Company, dependent on the level of achievement of the Management Objectives defined in the Remuneration Policy and specified in detail by the Supervisory Board.

The detailed Management Objectives determined by the Supervisory Board to be implemented in individual years met the criteria defined in the Remuneration Policy, i.e.: they covered both financial and non-financial objectives, they were defined in accordance with the SMART methodology and were precise, measurable, achievable, relevant and time-bound.

The remuneration and bonus system for Members of the Management Board effective in the Company supports the implementation of strategic objectives and determines the level of the remuneration depending on the Company financial standing in annual terms.

2.1. Remuneration level of Members of the Management Board and its compliance with the Remuneration Policy

The total remuneration of Members of the Management Board in 2019, broken down into fixed and variable components and other cash and non-cash benefits, is presented in the table below.

Remuneration of members of the Company Management Board for 2019, broken down into components (PLN):

No.	Name and Surname	Period of holding the function	Total* remuneration ¹	Fixed remuneration ¹	Variable remuneration ¹ for the achievement of KPIs in 2018	Other cash and non-cash benefits ¹
1.	Filip Grzegorzczak	1 January 2019 - 31 December 2019	1,200,000.00	792,680.40	407,319.60	3,325.00 Vocational courses
2.	Jaroslaw Broda	1 January 2019 - 31 December 2019	1,183,736.06	739,835.04	443,901.02	0
3.	Kamil Kamiński	1 January 2019 - 21 September 2019	972,854.79 ²	536,380.40	436,474.39	14,448.06 Vocational courses
4.	Marek Wadowski	1 January 2019 - 31 December 2019	1,183,736.06	739,835.04	443,901.02	0
Total			4,540,326.91	2,808,730.88	1,731,596.03	17,773.06

¹ excluding overheads

² does not include non-competition compensation

* Total fixed and variable remuneration

The total remuneration referred to in the above table received by Members of the Management Board in 2019 is compliant with the 2017 Remuneration Policy.

In 2019, Members of the Management Board were entitled to receive the following additional cash and non-cash benefits:

- 1) refinancing or covering by the Company of costs of individual vocational courses, including learning foreign languages, participation in postgraduate studies or other forms of education, up to PLN 15,000 net per calendar year,
- 2) use of a company vehicle for commuting from the place of residence to the premises of the Company and for private purposes (against payment), under the terms and conditions defined in the resolution of the Supervisory Board.

The total remuneration of Members of the Management Board in 2020, broken down into fixed and variable components and other cash and non-cash benefits, is presented in the table below.

Remuneration of members of the Company Management Board for 2020, broken down into components (PLN):

No.	Name and Surname	Period of holding the function	Total* remuneration ¹	Fixed remuneration ¹	Variable remuneration ¹ for the achievement of KPIs in 2019	Other cash and non-cash benefits ¹
1.	Wojciech Ignacok	15 July 2020 - 31 December 2020	361,109.96	361,109.96	-	12,338.71 Subsidy for company housing
2.	Jerzy Topolski	15 July 2020 - 31 December 2020	343,201.30	343,201.30	-	12,330.60 PPE ²

3.	Marek Wadowski	1 January 2020 - 31 December 2020	1,184,699.19	741,890.22	442,808.97	56,152.35 PPE ²
						2,230.00 Vocational courses
4.	Filip Grzegorzcyk	1 January 2020 - 14 July 2020	834,486.26 ³	427,166.66	407,319.60	46,678.60 PPE ²
						2,482.70 Vocational courses
5.	Jarosław Broda	1 January 2020 - 14 July 2020	841,497.89 ³	398,688.92	442,808.97	46,698.87 PPE ²
Total			3,564,994.60	2,272,057.06	1,292,937.54	178,911.83

¹ excluding overheads

² Employee Pension Scheme

³ does not include severance pay and non-competition compensation

* Total fixed and variable remuneration

The total remuneration referred to in the above table received by Members of the Management Board in 2020 is compliant with the 2020 Remuneration Policy.

The amount of the monthly Fixed Remuneration was determined by the Supervisory Board in the range of 7 to 15-fold the basis of the assessment referred to in Article 1(3)(11) of the Act of 9 June 2016 on the rules concerning formation of remuneration for persons managing some companies. The Variable Remuneration depended on the level of achievement of Management Objectives and it shall not exceed 100% of the Fixed Remuneration. The Supervisory Board assessed the level of their achievement after the Ordinary General Meeting had approved the Company financial statements and the Management Board report on the Company activities for the financial year and had granted the acknowledgement of the fulfilment of their duties to individual Members of the Management Board.

The Supervisory Board assessed the level of achievement of financial management objectives based on the audited consolidated financial statements of TAURON Polska Energia S.A. Group, whereas the assessment of the level of achievement of other non-financial management objectives was based on the documents and information specified in the measurement method.

In accordance with the 2020 Remuneration Policy, Members of the Management Board were entitled to receive the following additional cash and non-cash benefits:

- 1) covering by the Company the basic contribution due to participation of a Member of the Management Board in the Employee Pension Scheme (PPE) implemented in TAURON pursuant to the Act on Employee Pension Schemes of 20 April 2004, under the terms and conditions provided for in the Company Agreement concluded on 25 September 2008 (the benefit is granted after one year of performing the function of a Member of the Management Board or employment in TAURON Group Companies),
- 2) refinancing or covering by the Company of costs of individual vocational courses, including learning foreign languages, participation in postgraduate studies or other forms of education, up to PLN 15,000 net per calendar year,
- 3) use of a company vehicle for commuting from the place of residence to the premises of the Company and for private purposes (against payment), under the terms and conditions defined in the resolution of the Supervisory Board.

In connection with permanent residence at a considerable distance from the premises of the Company, the Supervisory Board granted a housing allowance of PLN 2,500.00 gross per month to Wojciech Ignacok, President of the Management Board (in the period from 15 July 2020 to 30 September 2020, instead of the housing allowance, the Supervisory Board granted partial coverage of the costs of company housing up to the amount of PLN 2,500.00 gross).

In the reporting period no cases of claims for reimbursement of variable remuneration components by Members of the Company Management Board occurred.

Members of the Management Board did not receive any remuneration from entities belonging to TAURON Capital Group within the meaning of the Accounting Act of 29 September 1994.

In the reporting period, no financial instruments were granted or offered to Members of the Management Board. No cash or non-cash benefits were also granted to any relatives of Members of the Management Board.

The Supervisory Board did not take any decisions on temporary waiver of application of the Remuneration Policy implemented and derogations applied pursuant to Article 90f of the Act on Public Offering.

In connection with the termination of the agreements for the provision of management services, Members of the Management Board were entitled to a severance payment in the maximum amount not exceeding 3-fold Fixed Remuneration due to having served in the capacity of Members of the Management Board over a period of at least 12 months prior to the termination of the agreement.

Furthermore, after the termination of their service on the Company Management Board, Members of the Management Board were entitled to receive a compensation for a period of 6 months in connection with compliance with the non-competition clause. The amount of the compensation for each month of adherence to the non-competition clause did not exceed 50% of the Fixed Remuneration.

The table below shows the level of cash benefits paid in 2019-2020 to former Members of the Management Board in connection with the termination of agreements for the provision of management services.

Cash benefits paid to former Members of the Management Board in 2019-2020 (in PLN):

No.	Name and Surname	Severance pay ¹	Non-competition clause ¹
1.	Kamil Kamiński	-	184,958.76
2.	Filip Grzegorzczak	198,170.10	165,141.75 ²
3.	Jarosław Broda	184,958.76	154,132.30 ²
	Total	383,128.86	504,232.81

¹ excluding overheads

² the amount of compensation for the period until 31 December 2020.

2.2. Performance criteria applied

With a view to linking the Variable Remuneration of Members of the Management Board with the financial results of TAURON Group, while adopting the 2020 Remuneration Policy, the General Meeting indicated two important indicators: EBITDA and Net debt/ EBITDA.

In connection with the foregoing, the Variable Remuneration of Members of the Management Board is conditional, inter alia, on the fulfilment of financial objectives, comprising the achievement of the EBITDA ratio and the Net Debt / EBITDA ratio at the level approved in the Material and Financial Plan for a particular financial year. On the other hand, the remaining Management Objectives are linked with the implementation of the business strategy and long-term strategic objectives.

While selecting the aforementioned indicators, their material importance in the assessment of the economic and financial situation of the Company and the Capital Group was taken into account.

EBITDA is one of the most widely recognised measures of profitability of an enterprise business activities. The measure used by TAURON Group in the management of its operations comprises the operating result increased by depreciation and write-downs on non-financial assets. TAURON Group recognises write-downs on non-financial assets of entities consolidated using the full method and share in write-downs on non-financial assets of entities measured using the equity method as write-downs on non-financial assets. EBITDA broken down into individual business segments of TAURON Group comprises profit (loss) before tax and financial income (expenses) by segment, increased by depreciation and write-downs on non-financial assets related to individual segments. It is a financial category which is commonly used in the capital market in Poland and worldwide. This category is used, among others, by listed companies, analysts as well as business and financial press.

On the other hand, the Net Debt / EBITDA ratio is classified as one of the debt (solvency) ratios. Net debt means interest-bearing liabilities (e.g. bonds, loans, lease) from which cash (and cash equivalents) is deducted. Net debt is divided by the value of EBITDA - usually for a period of the last 12 months. The ratio indicates the level of capacity to repay debt with the EBITDA result. Exceeding the ratio of Net Debt / EBITDA results in a possibility of declaring the entire debt of the Company as immediately due and payable, and consequently declaring the bankruptcy of the Company.

In accordance with the principles of the bonus system for Members of the Company Management Board, the EBITDA result of the Capital Group and the Net Debt / EBITDA ratio at the Capital Group level are the criteria used for assessing the effectiveness of their work and the results achieved.

2.3. Information on the change of the remuneration, the company results, the average remuneration of employees

In this information, based on the exemption referred to in Article 90g(3) of the Act on Public Offering, it was decided to omit information for financial years for which the Supervisory Board was not required to prepare the Remuneration Report.

Neither in 2019 nor in 2020 did the Supervisory Board change the amount of the Fixed Remuneration of the Members of the Company Management Board and the rules concerning

the Variable Remuneration, dependent on the level of achievement of the Management Objectives assigned.

The remuneration system for the Company employees, like that for the Members of the Management Board, is of an incentive nature, consisting of the monthly fixed remuneration and the variable remuneration which depends on the level of achievement of the bonus targets assigned. The variable remuneration of employees acting in the capacity of Directors and Managers depends, among others, on the financial results achieved.

The average total remuneration of all employees¹ of the Company employed under an employment contract in 2020 increased by 1.17% compared to the average remuneration in 2019. The analysis of the increase in the average total remuneration broken down by employees of the Company acting in the capacity of Directors and Managers and holding other positions², indicates an increase in the average remuneration in 2020 by approximately 2.5 % compared to 2019 in the group of employees acting in the capacity of Directors and Managers, while for other positions², the average remuneration remained at the same level. Overall, remuneration increases were not higher than in companies of the Capital Group.

In the period covered by this Remuneration Report, selected TAURON Group indicators improved, while a selected Company indicator deteriorated. The EBITDA result, calculated on the basis of the consolidated financial statements of TAURON Group, increased from PLN 3,599 million for 2019 to PLN 4,223 million for 2020, i.e. by PLN 624 million. The EBITDA result of the Company decreased from PLN 114 million for 2019 to PLN (894) million in 2020.

The Net Debt / EBITDA ratio calculated on the basis of the TAURON Group consolidated financial statements also improved from 2.8x to 2.5x, i.e. by 0.3x.

3. Rules and level of the remuneration of Members of the Supervisory Board

The rules governing the remuneration of Members of the Supervisory Board applied by the Company in the period covering the financial year 2020 were compliant with the 2020 Remuneration Policy and the resolution of the Extraordinary General Meeting of TAURON of 21 December 2019. On the other hand, in the period covering the financial year 2019, the aforementioned remuneration rules were compliant with the 2017 Remuneration Policy and the resolution of the TAURON Extraordinary General Meeting of 15 December 2016.

During the period covered by this Remuneration Report, Members of the Supervisory Board received remuneration on the basis of their appointment to the Supervisory Board by the General Meeting or by the State Treasury under their statutory personal powers.

The remuneration of Members of the Supervisory Board is of a single component nature, comprising monthly remuneration, irrespective of the number of meetings convened in a given month. Consequently, the remuneration rules for Members of the Supervisory Board are not linked to the performance of the Company, either on an annual or a long-term basis.

A Member of the Supervisory Board shall not be eligible to receive the remuneration for the month in which he/she was not present at any of the duly convened meetings, where the absence was not justified. The decision on excusing or failure to excuse the absence of a

¹ Other than Members of the Management Board and the Supervisory Board.

² Including specialists and other equivalent positions

Member of the Supervisory Board at a meeting shall be taken by the Supervisory Board by way of a resolution.

If a Member of the Supervisory Board is appointed or dismissed during a calendar month, the remuneration shall be calculated on a pro rata basis, against the number of days he/she held the position.

In the reporting period, no cases of claims for reimbursement of remuneration components by Members of the Company Supervisory Board occurred.

Members of the Supervisory Board did not receive any remuneration from entities belonging to TAURON Capital Group within the meaning of the Accounting Act of 29 September 1994.

In the reporting period, no financial instruments were granted or offered to Members of the Supervisory Board. No cash or non-cash benefits were also granted to any relatives of Members of the Supervisory Board.

In the period 2019-2020, the members of the Supervisory Board, pursuant to the provisions of the Articles of Association of the Company, were covered for the costs related to the performance of the functions assigned to them by Members of the Supervisory Board, i.e. return travel from/to their place of residence to/from the place where the meeting of the Supervisory Board or the meeting of the Supervisory Board Committee is held, including the costs of accommodation and meals.

In the aforementioned period, no changes were introduced in the rules of remuneration of Members of the Supervisory Board, including the amount of monthly remuneration.

The table below presents the level of the total remuneration of Members of the Company Supervisory Board in 2019

Remuneration of Members of the Company Supervisory Board in 2019 (in PLN thousand)

No.	Name and Surname	Period of holding the function	Fixed remuneration ¹
1.	Beata Chłodzińska Chairwoman of the Supervisory Board	1 January 2019 - 31 December 2019	101,940.63
2.	Teresa Famulska	1 January 2019 - 31 December 2019	89,947.61
3.	Jacek Szyke	1 January 2019 - 31 December 2019	89,947.61
4.	Radosław Domagalski-Łabędzki	1 January 2019 - 8 May 2019	32,390.59
5.	Barbara Łasak - Jarszak	1 January 2019 - 31 December 2019	89,947.61
6.	Paweł Pampuszko	1 January 2019 - 8 May 2019	32,390.59
7.	Rafał Pawełczyk	8 May 2019 - 26 July 2019	19,876.04
8.	Grzegorz Peczkis	6 December 2019 - 31 December 2019	5,540.24
9.	Jan Płudowski	1 January 2019 - 31 December 2019	89,947.61
10.	Marcin Szlenk	1 January 2019 - 31 December 2019	89,947.61
11.	Katarzyna Taczanowska	8 May 2019 - 31 December 2019	57,802.41
12.	Agnieszka Woźniak	1 January 2019 - 31 December 2019	89,947.61
	Total		789,626.16

¹ excluding overheads

In 2019, pursuant to the resolution of the Extraordinary General Meeting of TAURON of 15 December 2016, Members of the Supervisory Board received a monthly remuneration determined as the product of the average monthly remuneration in the enterprise sector excluding payment of profit bonus in the fourth quarter of the previous year, as announced by the President of the Central Statistical Office and the multiplier:

- 1) for the Chairperson of the Supervisory Board – 1.7
- 2) for other Members of the Supervisory Board – 1.5

The table below presents the level of the total remuneration of Members of the Company Supervisory Board in 2020

Remuneration of Members of the Company Supervisory Board in 2020 (in PLN thousand)

No.	Name and Surname	Period of holding the function	Fixed remuneration ¹
1.	Andrzej Kania Chairman of the Supervisory Board	22 May 2020 - 31 December 2020	54,223.34
2.	Teresa Famulska	1 January 2020 - 15 July 2020 3 August 2020 - 31 December 2020	78,324.29
3.	Katarzyna Taczanowska	1 January 2020 - 31 December 2020	82,159.84
4.	Ryszard Madziar	15 July 2020 - 31 December 2020	36,650.81
5.	Grzegorz Peczkis	1 January 2020 - 31 December 2020	82,159.84
6.	Barbara Piontek	5 June 2020 - 31 December 2020	45,358.93
7.	Beata Chłodzińska Chairwoman of the Supervisory Board	1 January 2020 - 27 April 2020	32,474.44
8.	Jacek Szyke	1 January 2020 - 20 April 2020	26,892.40
9.	Barbara Łasak - Jarszak	1 January 2020 - 15 July 2020	45,722.11
10.	Jan Płudowski	1 January 2020 - 5 June 2020	37,021.10
11.	Marcin Szlenk	1 January 2020 - 20 April 2020	26,892.40
12.	Andrzej Śliwka	24 March 2020 - 16 June 2020	18,439.05
13.	Agnieszka Woźniak	1 January 2020 - 24 March 2020	21,217.21
	Total		587,535.76

¹ excluding overheads

In 2020, pursuant to the resolution of the Extraordinary General Meeting of TAURON of 21 December 2019, Members of the Supervisory Board received a monthly remuneration determined as a product of the basis of the assessment referred to in Article 1(3)(11) of the Act of 9 June 2016 on the rules concerning formation of remuneration for persons managing some companies and the multiplier:

- 1) for the Chairperson of the Supervisory Board – 1.7
- 2) for other Members of the Supervisory Board – 1.5

Changes in the remuneration system for Members of the Supervisory Board introduced by the aforementioned resolution of the Extraordinary General Meeting of TAURON resulted in the reduction of the monthly remuneration for Members of the Supervisory Board: the Chairperson

of the Supervisory Board - by 9.16% and other members of the Supervisory Board - by 8.66% in relation to the monthly remuneration applicable in previous years.

The reduction in the amount of remuneration of Members of the Supervisory Board in 2020 took place in connection with the determination in Article 31 of the Act of 13 February 2020 on special solutions for the implementation of the Budget Act for 2020 that in 2020, the basis of the assessment referred to in Article 1(3)(11) of the Act of 9 June 2016 on the rules concerning formation of remuneration for persons managing some companies shall be the average monthly remuneration in the enterprise sector excluding payments of the profit bonus in the fourth quarter of 2016.

4. Summary

The Remuneration Report was prepared after the review of the remuneration performed by the Supervisory Board, including all benefits due to and received by individual members of the Management Board and the Supervisory Board in the financial years 2019-2020 and, in the opinion of the Supervisory Board, all information required by the Act on Public Offering has been included herein.

The Remuneration Report was subject to the assessment by the statutory auditor with regard to the inclusion of the required information pursuant to Article 90g(1)-(5) and (8) of the Act on Public Offering.

The Supervisory Board submits the Remuneration Report to the Annual General Meeting for the purpose of obtaining its opinion in the form of a resolution which is of advisory nature.

Following the conclusion of the Annual General Meeting, the Remuneration Report will be posted on the TAURON website, where it will be made available free of charge for at least 10 years.

This Remuneration Report was adopted by the Supervisory Board of the Company pursuant to Resolution no. 23/VI/2021 of 30 March 2021.

30 March 2021

Chair of the Supervisory Board - Andrzej Kania

Vice Chair of the Supervisory Board - Teresa Famulska

Secretary of the Supervisory Board - Katarzyna Taczanowska

Member of the Supervisory Board - Ryszard Madziar

Member of the Supervisory Board - Grzegorz Peczkis