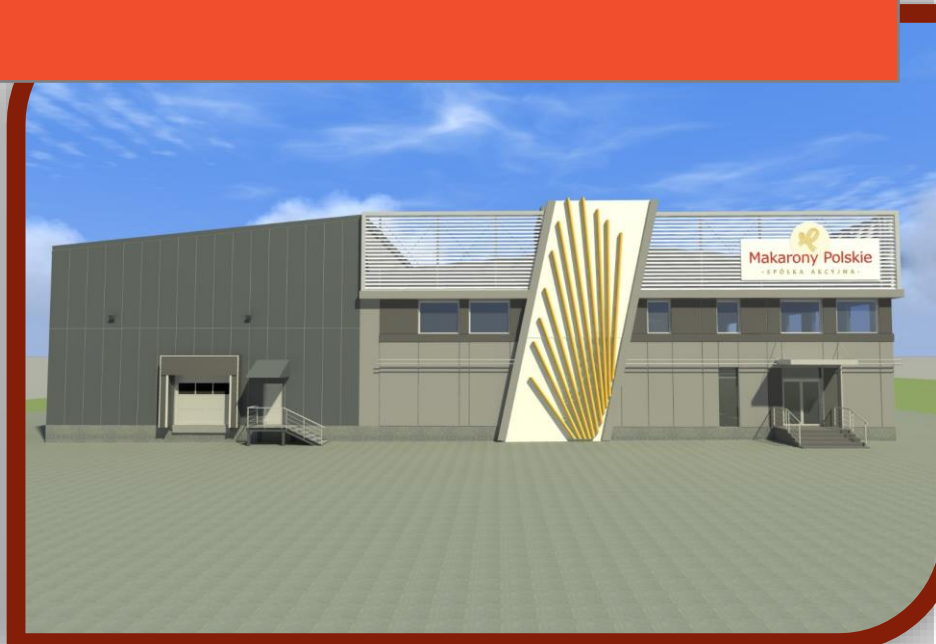
Makarony Polskie

- SPÓŁKA AKCYJNA -

Corporate governance statement



Rzeszów, 27 April 2023

Table of Contents

Table of Contents i

Corporate governance 3

Corporate governance statement 3

Internal control and risk management system in the preparation of financial statements 7

Information on rules for changing the entity authorised to audit financial statements 8

Share capital 9

Shares held by major shareholders (above 5% of capital) 11

Shares held by Members of the Management Board 14

Shares held by members of the Supervisory Board 15

Shares in subsidiaries 15

Right to decide to issue or buy back shares 16

Authorization for the Management Board to purchase own shares of Makarony Polskie SA 16

Rules of amending the Statute of Makarony Polskie S.A. 17

General Meeting 17

Essential powers of the General Meeting 17

Manner of operation of the General Meeting 18

Shareholders' rights 19

General Assembly in 2022 19

Supervisory Board 21

Principles for appointing and dismissing members of the Supervisory Board 21

Competences of the Supervisory Board 21

Composition of the Supervisory Board 23

Committees of the Supervisory Board 24

Remuneration Policy for Supervisory Board Members 30

Supervisory boards of subsidiaries 31

Management Board 31

Principles for appointing and dismissing members of the Management Board 31

Table of Contents

Competences of the Management Board 32
Composition of the Management Board 32
Division of responsibilities among Board Members 33
Remuneration Policy for Board Members 33
Boards of directors of subsidiary companies 34

Other information 35

Information on cooperation with the auditor 35

Corporate social responsibility 36

Employees 36
Diversity policy 37
Human resource planning and recruitment 37
Internships and apprenticeships 38
Training 39
Remuneration scheme 40
HEALTH AND SAFETY 40
Environment 41
Market 42
Society 44
Cooperation with schools and universities 44
Charity 44
Patronage and sponsorship of culture and sport 45

This "Report of the Management Board on the activities of Makarony Polskie S.A. and the Makarony Polskie Group in the financial year 2022" was prepared based on §71(8) of the Regulation of the Minister of Finance on current and periodical information provided by issuers of securities and conditions for recognising as equivalent information required by the laws of a state non-member state of 29 March 2018.

In 2022, the Company applied the set of corporate governance principles "Good Practices of Companies Listed on the WSE 2021".

Corporate governance

Corporate governance statement

Makarony Polskie S.A. applies the principles of corporate governance contained in the document "Best Practices of WSE Listed Companies 2021" ("DPSN") adopted by resolution of the Exchange Supervisory Board No. 13/1834/2021 of 29 March 2021. The document containing the set of principles is available on the Warsaw Stock Exchange's websitehttp://corp-gov.gpw.pl.

In accordance with DPSN 2021, on 31 July 2021, Makarony Polskie SA published "Information on the status of the company's application of the principles contained in the Collection of Good Practices of Companies Listed on the WSE 2021". Makarony Polskie SA informed about non-application of 13 principles: 1.3.1., 1.4., 1.4.1., 1.4.2., 2.1., 2.2., 2.9., 2.11.6., 4.1., 4.3., 4.4., 6.2., 6.4. In accordance with the comply or explain formula, the Company published an explanation of non-application of the indicated principles.

Explanations by the Company on how to apply the specific principles contained in the set of "Good Practices of Companies Listed on the WSE 2021", with reference to the year 2021:

- *1.3. 1.3 The company also considers ESG topics in its business strategy, in particular including: 1.3.1. environmental issues, including metrics and risks related to climate change and sustainability issues;*

  The principle is not applied.

  Company comment: The principle is partially applied by the Company. Among its development directions, the Company envisages, inter alia, taking measures to meet environmental requirements and to reduce the negative impact of its operational activities on the environment. The Company carries out production activities and has a regulated formal and legal status with regard to the use of the environment. The Company respects the legal requirements and regulations relating to the above areas. The Company's strategy does not currently include quantitative metrics for environmental, climate change and sustainability issues. The Company will endeavour to incorporate such metrics and the risks associated with these factors into its business strategy.

- 1.4. *In order to ensure proper communication with stakeholders, with regard to the business strategy adopted, the company shall post on its website information on the assumptions of its strategy, measurable objectives, including in particular long-term*

objectives, planned activities and progress in its implementation, defined by metrics, financial and non-financial. Information on the ESG strategy should, inter alia:

The principle is not applied.

Company comment: The principle is partially applied by the Company. The Company includes information on the directions and goals of its long-term development in periodical and current reports. These reports are published i.a. on the Company's website, however at the moment both the development strategy of the Makarony Polskie Group and the website do not contain all the information required by this principle, e.g. measurable indicators in the non-financial area have not been defined and published.

- 1.4.1. *explain how climate change issues are taken into account in the decision-making processes of the company and its group entities, indicating the resulting risks;*

  The principle is not applied.

  Company comment : The Company in its decision-making processes strives to respect the requirements and legislation relating to climate issues, however, this area is not formally and measurably covered by the Company's currently adopted and implemented business strategy.

- 1.4.2. *present the value of the pay equity ratio paid to its employees, calculated as a percentage of the difference between the average monthly pay (including bonuses, prizes and other allowances) of women and men for the last year, and present information on the actions taken to eliminate any inequalities in this respect, together with a presentation of the risks involved and the time horizon over which equality is planned to be achieved.*

  The principle is not applied.

  Company comment: The Company will carry out the necessary analysis and endeavour to publish information in the manner set out in this rule starting with the data for 2022.

- 2.1. *The company should have a diversity policy for the management board and the supervisory board, adopted by the supervisory board or the general meeting respectively. The diversity policy shall define the objectives and criteria for diversity in areas such as, inter alia, gender, field of study, specialist knowledge, age and professional experience, and indicate when and how the achievement of these objectives will be monitored. With regard to gender diversity, a condition for ensuring the diversity of the company's bodies is that the proportion of minorities in the respective body is no less than 30%.*

  The principle is not applied.

  Company comment: The Company has not developed a formalised diversity policy with regard to the Company's authorities. With regard to the members of the

Company's authorities, the selection of persons serving as members of the Supervisory Board and the Management Board is made by the shareholders and the Supervisory Board, respectively, guided by ownership decisions, corporate decisions and professionalism. In accordance with the Company's practice, the key selection criterion is the competence of the person needed to perform the function. The criterion of ensuring the diversity of the Company's bodies is applied in a subsidiary manner.

- 2.2. *2.2 Those deciding on the election of the members of the company's management or supervisory boards should ensure the comprehensiveness of these bodies by selecting diversity in their composition, allowing, inter alia, for the achievement of a target minimum minority participation rate set at not less than 30%, in line with the objectives set out in the adopted diversity policy referred to in principle 2.1.*

  The principle is not applied.

  Company comment: The principle is partially applied by the Company. With regard to members of the Company's authorities, the selection of persons serving as members of the Supervisory Board and the Management Board is made by the shareholders and the Supervisory Board, respectively, guided by ownership decisions, corporate decisions and principles of professionalism. In accordance with the Company's practice, the key selection criterion is the competence of the person concerned
- 2.9. *2.9 The chairperson of the supervisory board should not combine his or her function with the chairmanship of the board's audit committee.*

  The principle is not applied.

  Company comment: In the current term of the Council
- *2.11. In addition to the statutory activities, once a year the supervisory board shall prepare and present an annual report to the ordinary general meeting for approval. The report referred to above shall include at least:* 2.11.6 *information on the degree of implementation of the diversity policy with respect to the management board and the supervisory board, including the achievement of the objectives referred to in principle 2.1.*

  The principle is not applied.

  Company comment: The Company has not developed a formalised diversity policy in relation to the Company's authorities and its key managers.
- 4.1. *The company should enable shareholders to participate in the general meeting by means of electronic communication (e-general meeting) if this is justified by the shareholders' expectations communicated to the company, provided that the company is able to provide the technical infrastructure necessary for holding such a general meeting.*

  The principle is not applied.

Company comment: In the opinion of the Board, incurring such costs is not justified by the Company's shareholding structure.

- 4.3. *The Company shall provide publicly available real-time transmission of the general meeting.*

  The principle is not applied.

  Company comment: In the opinion of the Board, incurring such costs is not justified by the Company's shareholding structure.

- 4.4. *Representatives of the media shall be allowed to be present at general meetings.*

  The principle is not applied.

  Company comment: In the opinion of the Board of Directors, at the moment, the presence of media representatives at general meetings is not justified by the Company's shareholding structure.

- 6.2. *ncentive programmes should be designed in such a way that, inter alia, they make the level of remuneration of the members of the company's board of directors and its key managers dependent on the actual long-term situation of the company in terms of financial and non-financial performance and long-term growth in shareholder value and sustainability, as well as the stability of the company's operations.*

  The principle is not applied.

  Company comment: The principle is partially applied. The Company's bodies endeavour to ensure that incentive programmes are designed in such a way as to make the level of remuneration of the members of the Management Board and key managers of the Company dependent, inter alia, on the actual, long-term situation in terms of financial results and long-term growth of shareholder value, as well as the stability of the Company's operations. At the moment, however, there is limited functioning of the linking of incentive systems to non-financial performance, as well as to elements of sustainable development (inter alia, due to the lack of formal inclusion of this element and measurable indicators related to it in the Company's current strategy).

- 6.4. *The board performs its tasks on a continuous basis, and therefore the remuneration of board members must not depend on the number of meetings held. The remuneration of the members of the committees, in particular the audit committee, should take into account the additional workload related to the work of these committees.*

  The principle is not applied.

  Company comment: The current remuneration system for the Supervisory Board, adopted by the 2022 General Meeting, does not make the remuneration of supervisory board members dependent on the number of meetings held. Supervisory board members who are also members of the audit committee do not receive any additional remuneration related to their work on this committee.

Internal control and risk management system in the preparation of financial statements

Makarony Polskie S.A. as the Parent Company prepares standalone and consolidated financial statements based on the generally applicable legal regulations and internal regulations. The accounting books are kept based on the principles adopted and approved for application by the Company's Management Board, i.e. Accounting Policy and Chart of Accounts consistent with IFRS, which are updated as needed. Subsidiaries are obliged to implement and apply internal documents consistent with those of the parent company. The accounting books of the Group companies are maintained in an ERP system, and access to IT resources is limited by privileges for a specific group of employees.

The Company constantly monitors significant legal, tax, economic, operational, etc. risks that determine the general directions of the Makarony Polskie Group's activities.

The Company's Board of Directors is responsible for the Company's internal control system and its effectiveness in the process of preparing financial statements and periodic reports prepared in accordance with the law and published in accordance with the rules of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information provided by issuers of securities (...).

The primary objective of the Company's designed system of internal control over financial reporting is to ensure the adequacy and accuracy of the financial information contained in the financial statements and interim reports.

The Accounting Team is responsible for the preparation of the financial statements and periodic financial reporting; the Finance Team is responsible for the day-to-day management reporting of the Company and the Group. In presenting financial data in financial statements, periodic financial reports and other reports presented to investors, the Company applies consistent accounting policies.

The financial data underlying the financial statements and interim reports are derived from the Company's monthly financial and operational reporting. After the accounting closure of each calendar month, the Finance Team, together with the Management Board, analyses the Company's financial performance against assumptions and taking into account business segments. Identified errors are corrected on an ongoing basis in the Company's books in accordance with the accounting policy adopted.

The preparation of financial statements and interim reports begins after the results of the completed month/period have been reviewed and approved by the Board. The Company's periodic reports are prepared by the financial and accounting services under the

supervision of the Chief Accountant (based on the financial data contained in the periodic financial reporting) and the staff of the Finance Team and are subject to review by the Company's Board of Directors, the Head of the Finance Team, the Development Director, the Company Director.

The annual separate and consolidated financial statements of the Group companies are audited by an independent auditor. The half-yearly separate and consolidated financial statements of Group companies are reviewed by an independent auditor.

Within the Supervisory Board of Makarony Polskie S.A., there is an Audit Committee, appointed from among the Board members. The Audit Committee monitors the Company's financial reporting processes, the effectiveness of the internal control and risk management systems and internal audit (including financial reporting), as well as the performance of financial audit activities, in particular the audit of the Company's financial statements by the audit firm, taking into consideration all conclusions and findings of the Audit Oversight Committee resulting from the audit conducted at the given audit firm.

The members of the Audit Committee are in direct contact with the auditor conducting the audit of the financial statements of Makarony Polskie S.A., they inform the Supervisory Board about the results of the audit of the Company's financial statements and provide explanations on how the audit contributed to the integrity of financial reporting in the Company, and what was the role of the Audit Committee in the audit process.

In the final stage, the final assessment of the financial statements is also made by the Supervisory Board of Makarony Polskie SA.

Information on rules for changing the entity authorised to audit financial statements

In accordance with §19 c) of the Articles of Association of Makarony Polskie S.A., the selection of the statutory auditor to audit the Company's financial statements falls within the competence of the Supervisory Board. The selection is made based on the recommendation of the Audit Committee.

The auditor shall be changed at least once every five years.

The rules for changing the entity authorised to audit the financial statements are set out in §4 of the Company's Supervisory Board Regulations. The Company has a Policy for the Selection of the Auditing Firm and a Procedure for the Selection of the Auditing Firm, which were developed by the Audit Committee of the Supervisory Board.

The entity to act as the Company's auditor is selected in such a way as to ensure independence in the performance of the tasks entrusted to it. The assessment of the auditor's independence at the various stages of selection, as well as in the course of further cooperation, is carried out by the Audit Committee. The Audit Committee also gives its

approval, if any, for the provision of permitted non-audit services by the auditor and the audit firm, in accordance with the Policy adopted and implemented in this area.

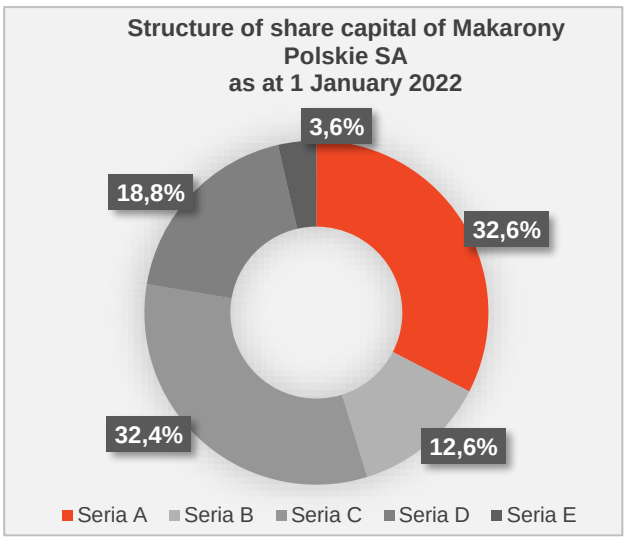
Share capital

The share capital of Makarony Polskie S.A. as at 1 January 2022:

- amount of share capital PLN 27,750,213
- total number of shares 9,250,071 shares,
- total number of votes at the General Meeting 9,250,071 votes.

Structure of the Company's share capital:

- 3 013 250 ordinary bearer shares of A series,
- 1 169 750 ordinary bearer shares of B series,
- 3 000 000 ordinary bearer shares of C series,
- 1,735,821 ordinary bearer shares of D series,
- 331 250 ordinary bearer shares of E series.



On 4 March 2022, in the register of business entities of the National Court Register, the increase of the share capital of Makarony Polskie SA by issuance of 1,790,000 series F

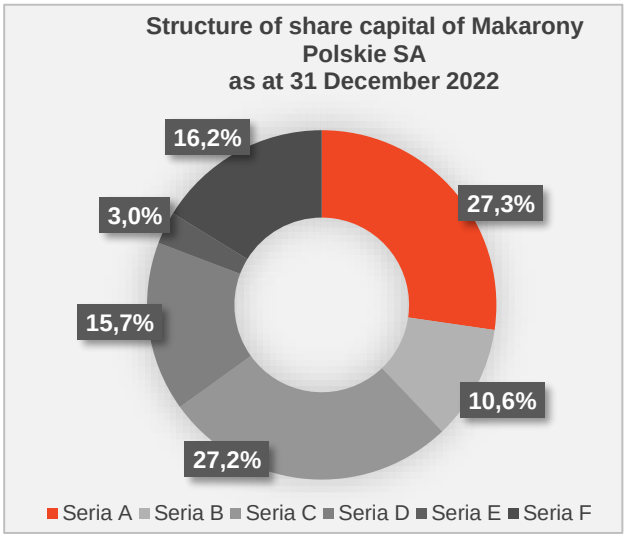
ordinary bearer shares was registered, which means the increase of the share capital by the amount of PLN 5,370,000 to the amount of PLN 33,120,213.

The share capital of Makarony Polskie S.A. as at 31 December 2022:

- amount of share capital PLN 33,120,213
- total number of shares 11,040,071 shares,
- total number of votes at the General Meeting 11,040,071 votes.

Structure of the Company's share capital:

- 3 013 250 ordinary bearer shares of A series,
- 1 169 750 ordinary bearer shares of B series,
- 3 000 000 ordinary bearer shares of C series,
- 1,735,821 ordinary bearer shares of D series,
- 331 250 ordinary bearer shares of E series.
- 1,790,000 ordinary bearer shares of E series.



The Company's shares are ordinary bearer shares listed on the regulated market operated by the Warsaw Stock Exchange. The company has not issued any securities that grant special controlling rights to any of its shareholders.

There are no restrictions on the exercise of voting rights in the Company. There are also no restrictions on the transfer of ownership of securities issued by the Company.

Shares held by major shareholders (above 5% of capital)

Shareholders holding, directly or indirectly through subsidiaries, at least 5% of the votes in the total number of votes at the Company's General Meeting as at the date of the report (according to the information available):

Shareholder	Shares in share capital		Votes at the General Meeting	
	number	share in %	number	share in %
Mr. Zenon Daniłowski and entities from Grupa PGS, including:	3,641,594	32,99%	3,641,594	32,99%
Praska Giełda Spożywcza SA (former: Agro-Technika SA)	*3,380,000*	*30,62%*	*3,380,000*	*30,62%*
Zenon Daniłowski	*140,000*	*1,27%*	*140,000*	*1,27%*
Polskie Smaki Sp. z o.o.	*121,594*	*1,10%*	*121,594*	*1,10%*
Raya Holding for Technology & Communications S.A.E., including:	3,254,706	29,48%	3,254,706	29,48%
Madova Sp. z o.o.	*3,254,706*	*29,48%*	*3,254,706*	*29,48%*
Z.P.H. „ELPAST" Elżbieta i Grzegorz Słomkowscy s.c.	1,169,750	10,60%	1,169,750	10,60%
Other shareholders	2,974,021	26,94%	2,974,021	26,94%
IN TOTAL	**11,040,071**	**100,00%**	**11,040,071**	**100,00%**

Changes in the shareholding structure during 2022

As a result of registration in the register of business entities of the National Court Register on 4 March 2022, of an increase in the share capital of Makarony Polskie SA by way of issue of 1,790,000 F-series ordinary bearer shares, i.e. an increase in the share capital by the amount of PLN 5,370,000 to the amount of PLN 33,120,213, the Company received notifications from the shareholders informing about the changes in the share in the share capital and total numer of votes in the Company:

- Madova Sp. z o.o. and Raya Holding For Financial Investments S.A.E. which is a direct parent of Madova, informed that as a result of the acquisition by Madova of 1,000,000 F-series shares, Madova directly exceeded, and Raya Holding indirectly exceeded the threshold of 25% of share in Makarony Polskie SA:
  1) Prior to the Change of Shareholding, Madova directly held, and Raya Holding indirectly held 2,254,706 shares of the Company, accounting for 24.38% of the share capital of Makarony Polskie SA and entitling to cast 2,254,706 votes, i.e. 24.38% of the total number of the votes.
  2) After the change of shareholding Madova holds directly, and Raya Holding holds indirectly, 3,254,706 shares of the Company constituting 29.48% in the share capital

of Makarony Polskie S.A. entitling to cast 3,254,706 votes constituting 29.48% of the total number of votes.

3) There are no subsidiaries of Madova holding shares of Makarony Polskie SA and there are no other subsidiaries of Raya Holding other than Madova holding shares of the Company.
4) There are no persons referred to in Art. 87 (1) (3) (c) of the Act on Public Offering.
5) None of the notifying entities holds financial instruments referred to in Article 69b(1) of the Offering Act.
6) The total number of votes indicated pursuant to Article 69b(4)(3)(7)(8) of the Act on Public Offering was indicated in section 2 above.

– The shareholders of the company Z.P.H. Elpast Elżbieta i Grzegorz Słomkowscy s.c. informed that there was a direct decrease in the share in Makarony Polskie SA:
  1) Prior to the change in the shareholding of Z.P.H. Elpast Elżbieta and Grzegorz Słomkowscy s.c. held directly 1,169,750 shares of the Company representing 12.65% in the share capital of Makarony Polskie SA entitling to cast 1,169,750 votes representing 12.65% of the total number of votes.
  2) After the change in the shareholding of Z.P.H. Elpast Elżbieta i Grzegorz Słomkowscy s.c. holds directly 1,169,750 shares of the Company constituting 10.60% in the share capital of Makarony Polskie S.A. entitling to cast 1,169,750 votes constituting 10.60% of the total number of votes.
  3) There are no subsidiaries of Z.P.H. Elpast Elżbieta and Grzegorz Słomkowscy s.c. holding shares in Makarony Polskie SA.
  4) There are no persons referred to in Art. 87 (1) (3) (c) of the Act on Public Offering.
  5) None of the notifying entities holds financial instruments referred to in Article 69b(1) of the Offering Act.
  6) The total number of votes indicated pursuant to Article 69b(4)(3)(7)(8) of the Act on Public Offering was indicated in section 2 above.

– Praska Giełda Spożywcza SA informed that as a result of the acquisition of 590,000 F-series shares, there was a direct and indirect increase in the share in the Company:
  1) Prior to the Change of Shareholding, Praska Giełda Spożywcza SA held directly and indirectly 2,911,594 shares of the Company, accounting for 31.47% of the share capital of Makarony Polskie SA and entitling to cast 2,911,594 votes, accounting for 31.47% of the total number of the votes, of which:
     a. directly – 2,790,000 shares, accounting for 30.16% of the share capital and entitling to cast 2,790,000 votes, accounting for 30.16% of the total number of the votes,

b. indirectly (by the subsidiary Polskie Smaki Sp. z o.o.) – 121,594 shares, accounting for 1.31% of the share capital and entitling to 121,594 votes, accounting for 1.31% of the total number of the votes.

2) Subsequent to the Change of Shareholding, Praska Giełda Spożywcza SA held directly and indirectly 3,501,592 shares of the Company, accounting for 31.72% of the share capital of Makarony Polskie SA and entitling to cast 3,501,594 votes, accounting for 31.72% of the total number of the votes, of which:
   a. directly – 3,380,000 shares, accounting for 30.62% of the share capital and entitling to cast 3,380,000 votes, accounting for 30.62% of the total number of the votes,
   b. indirectly (by the subsidiary Polskie Smaki Sp. z o.o.) – 121,594 shares, accounting for 1.10% of the share capital and entitling to 121,594 votes, accounting for 1.10% of the total number of the votes.
3) There are no subsidiaries other than Polskie Smaki Sp. z o.o. of Praska Giełda Spożywcza SA that hold shares in Makarony Polskie SA.
4) There are no persons referred to in Art. 87 (1) (3) (c) of the Act on Public Offering.
5) None of the notifying entities holds financial instruments referred to in Article 69b(1) of the Offering Act.
6) The total number of votes indicated pursuant to Article 69b(4)(3)(7)(8) of the Act on Public Offering was indicated in section 2 above.

– Mr. Zenon Daniłowski informed that as a result of the acquisition of 590,000 F-series shares by Praska Giełda Spożywcza, there was an indirect increase in the share in the Company:

1) Prior to the Change of Shareholding, Mr. Zenon Daniłowski held directly and indirectly 3,051,594 shares of the Company, accounting for 32.99% of the share capital of Makarony Polskie SA and entitling to cast 3,051,594 votes, accounting for 32.99% of the total number of the votes, of which:
   a. directly – 140,000 shares, accounting for 1.51% of the share capital and entitling to cast 140,000 votes, accounting for 1.51% of the total number of the votes,
   b. indirectly (through subsidiaries Praska Giełda Spożywcza SA and Polskie Smaki Sp. z o.o.) – 2,911,594 shares, accounting for 31.47% of the share capital and entitling to 2,911,594 votes, accounting for 31.47% of the total number of the votes.
2) After the change in shareholding, Mr Zenon Daniłowski holds directly and indirectly 3,641,594 shares in the Company representing 32.99% in the share capital of Makarony Polskie SA entitling him to cast 3,641,594 votes representing 32.99% of the total number of votes, of which:

a. directly – 140,000 shares, accounting for 1.27% of the share capital and entitling to cast 140,000 votes, accounting for 1.27% of the total number of the votes,
b. indirectly (through subsidiaries Praska Giełda Spożywcza SA and Polskie Smaki Sp. z o.o.) – 3,501,594 shares, accounting for 31.72% of the share capital and entitling to 3,501,594 votes, accounting for 31.72% of the total number of the votes.

3) There are no subsidiaries other than Polskie Smaki Sp. z o.o. and Praska Giełda Spożywcza SA of Mr Zenon Daniłowski holding shares in Makarony Polskie SA.
4) There are no persons referred to in Art. 87 (1) (3) (c) of the Act on Public Offering.
5) None of the notifying entities holds financial instruments referred to in Article 69b(1) of the Offering Act.
6) The total number of votes indicated pursuant to Article 69b(4)(3)(7)(8) of the Act on Public Offering was indicated in section 2 above.

The Company has no other information that would indicate changes in the number of shares held by significant shareholders (with share blocks above 5%) during 2022 and in the period until the date of publication of these statements.

The Company has no knowledge of other agreements (including those concluded after the balance sheet date) as a result of which, in the future, there may be changes in the proportion of shares held by the current shareholders.

Shares held by Members of the Management Board

Number and nominal value of the shares of the Company owned by Members of the Management Board as at the date of the statements are as follows:

Member of the Management Board	2022		2021	
	number of shares	nominal value	number of shares	nominal value
Zenon Daniłowski*	140,000	420 000	140,000	420 000

* President of the Management Board Zenon Daniłowski is associated with the following companies: Praska Giełda Spożywcza SA and Polskie Smaki Sp. z o.o., which also hold the Company's shares; the total number of shares in 2022 as at the report publication date is 3,641,594 shares with a value of PLN 10,924,782 and has not changed compared to the shares held as at the date of publication of the interim report for the reporting year 2021.

In accordance with the information held by the Company, during 2022 and until the date of publication of these statements, there were no changes in the ownership of shares held by the President of the Management Board.

Shares held by members of the Supervisory Board

Number and nominal value of the shares of the Company owned by Members of the Supervisory Board as at the date of the statements are as follows:

Member of the Supervisory Board	2022		2021	
	number of shares	nominal value	number of shares	nominal value
Marek Rocki	0	0	0	0
Ahmed Khalil	0	0	0	0
Janusz Pierun – from 30 June 2022	-	-	0	0
Michał Słomkowski	0	0	0	0
Roman Sobiecki	0	0	0	0
Wiesław Wasilewski *	26,782	80,346	26,782	80,346

* Mr. Wiesław Wasilewski acquired 20,000 shares of new series F which were acquired in December 2021 and registered in the National Court Register in March 2022.

To the best of the Company's knowledge, there have been no other changes in the shareholdings of the Members of the Supervisory Board during the 2022 and up to the date of publication of this report.

Shares in subsidiaries

The managing and supervising persons of Makarony Polskie S.A. do not hold any shares in the subsidiaries of the Makarony Polskie Group.

Right to decide to issue or buy back shares

Pursuant to §9 of the Company's Articles of Association, the share capital may be increased and decreased in accordance with the principles and procedures set out in the Commercial Companies Code, as well as by way of a public offering under the terms of the Act of 29 July 2005 on Public Offering and the Conditions for Introducing Financial Instruments to an Organised Trading System and on Public Companies, as amended.

Authorization for the Management Board to purchase own shares of Makarony Polskie SA

On June 18, 2019, the General Meeting of the Company, in response to a request submitted by one of the shareholders, by Resolution No. 16, decided to authorize the Management Board of the Company to purchase ordinary bearer shares of Makarony Polskie SA, with a nominal value of PLN 3.00 each, listed on the main market of the Warsaw Stock Exchange, i.e. the official stock exchange quotation market.

Pursuant to the decision of the General Meeting, the Company is authorised to purchase its own fully paid-up Shares, with the maximum number of treasury shares that the Company may purchase being 1,850,014 shares, with the proviso that the total nominal value of the shares purchased, together with the nominal value of the remaining shares that have not been sold by the Company, may not exceed 20% of the Company's share capital. The shares will be purchased in particular for the purpose of: redemption, further resale or exchange.

The granted authorization covers a period of 5 years from the date of adopting the Resolution of the General Meeting, but no longer than until the capital reserve created for the purpose of acquiring own shares is used.

The payment price for one share will be from PLN 6.00 to PLN 8.52, and the total maximum amount of payment for the purchased shares will not exceed the amount of the reserve capital created for this purpose.

The date of commencement and completion of the acquisition of treasury shares, as well as the terms and conditions of the acquisition of treasury shares not specified in the Resolution of the General Meeting, the Management Board will make public, pursuant to Article 56 of the Act of 29 July 2005 on public offering (...) and in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (...),

The Board of Directors, within the scope of the authorisation granted, may only acquire own shares as a result of the announcement of an invitation to tender shares, which invitation will be carried out through a brokerage entity, with the minimum number of shares in each invitation not being less than 300,000.

The General Meeting authorized the Management Board to take all factual and legal actions necessary to acquire own shares in accordance with the adopted Resolution and to define the remaining rules and conditions for the acquisition of own Shares, in the scope not regulated by the Resolution

For the needs of the acquisition of own shares by the Company, on the basis and within the scope of the authorization granted to the Management Board, a reserve capital of PLN 12.0 m was created. The reserve capital was created by transferring the amount of PLN 12.0 m from the Company's supplementary capital.

Rules of amending the Statute of Makarony Polskie S.A.

The Articles of Association of Makarony Polskie S.A., as currently in force, do not have any provisions on amending the Articles of Association that differ from the provisions of the Code of Commercial Companies.

Pursuant to Article 430 of the Commercial Companies Code, amendments to the Articles of Association require a resolution by the General Meeting and an entry in the register. A resolution of the General Meeting on amendments to the Articles of Association requires a majority of ¾ of the votes cast - Article 415 of the Commercial Companies Code.

The Articles of Association of Makarony Polskie S.A. are available on the Company's website www.makarony.pl.

General Meeting

Essential powers of the General Meeting

The General Meeting is competent to decide on matters relating to the organisation and operation of the Company, subject to the cases set out in the Commercial Companies Code and the Company's Articles of Association.

Manner of operation of the General Meeting

The General Meeting operates in accordance with the Code of Commercial Companies, the Company's Articles of Association and the Regulations of the General Meeting of Makarony Polskie S.A. adopted by Resolution No. 24 of the Annual General Meeting of Makarony Polskie S.A. of 28 June 2016.

The Annual General Meeting is convened annually by the Board of Directors and is held within six months after the end of each financial year (during the Covid-19 pandemic, by virtue of generally applicable law, for entities supervised by the FSA, this period was postponed by two months). Extraordinary General Meetings are convened by the Management Board on its own initiative, by the Supervisory Board if it deems it advisable to convene a General Meeting, or by shareholders representing at least half of the share capital or at least half of the total votes in the Company.

The General Meeting shall be held at the Company's registered office or at another place in the Republic of Poland. The place and date of the General Meeting shall be chosen to enable the widest possible range of shareholders to attend.

General Meetings shall be convened in the manner prescribed for the communication of current information by public companies, together with an announcement on the Company's website www.makarony.pl.

The General Meeting is capable of adopting resolutions irrespective of the number of shares represented at it, unless the Commercial Companies Code provides otherwise. Subject to the provisions of Article 404 of the Commercial Companies Code, the General Meeting may adopt resolutions only on the matters provided for in the Commercial Companies Code and the Articles of Association and included in the agenda of a given Meeting.

Resolutions of the General Meeting shall be adopted by an absolute majority of the votes cast, unless otherwise stipulated by mandatory provisions of law or the Articles of Association.

Voting takes place in public. A secret ballot shall be ordered by the Chairman of the General Meeting in personal matters and at the request of a shareholder. The right to request a secret ballot shall not be used when passing resolutions on matters of order. The Meeting may waive the secrecy of the vote on matters relating to the election of the committees it appoints.

Shareholders' rights

The rights of shareholders and the manner in which they are exercised at the General Meeting are set out in the Commercial Companies Code, the Articles of Association and the Regulations of the General Meeting.

Shareholders representing at least half of the Company's share capital or at least half of the votes in the Company have the right to convene an Extraordinary General Meeting.

Only persons who are shareholders of the Company 16 days before the date of the General Meeting (record date) have the right to participate in the General Meeting. Shareholders have the right to participate in the General Meeting in person or by proxy. Each shareholder has the right to speak on matters on the agenda.

A description of the procedures for participation in the General Meeting and the exercise of voting rights is included each time in the notice of the General Meeting.

General Assembly in 2022

For the financial year 2022, the Annual General Meeting of Makarony Polskie SA was held on 30 June. The following matters were discussed at the Meeting:

- Consideration and approval of the financial statements of Makarony Polskie SA for the financial year 2021,
- to consider and approve the report of the Management Board on the activities of the Company and the Makarony Polskie Group in the financial year 2021,
- To consider and approve the consolidated financial statements of the Makarony Polskie Group for the financial year 2021,
- distribution of net profit for the financial year 2021,
- Consideration of the report of the Supervisory Board of Makarony Polskie SA for the financial year 2021,
- discharging the members of the Company's Management Board for the performance of their duties in the financial year 2021,
- granting discharge to the members of the Company's Supervisory Board for the performance of their duties in the financial year 2021,
- Adoption of a resolution on expressing an opinion on the Report of the Supervisory Board on remuneration of the Members of the Management and Supervisory Boards of Makarony Polskie S.A. for the financial year 2021,
- Adoption of resolutions on the determination of the number of members of the Supervisory Board of the 10th term of office, the appointment of the members of the Supervisory Board and the determination of the principles and amount of remuneration of the members of the Supervisory Board.

The content of the resolutions of the Annual General Meeting was published in current report No. 17/2022 of 1 July 2022 and is available on the company's website www.makarony.pl.

During 2022, the Board convened two Extraordinary General Meetings:

- the subject of the Extraordinary General Meeting convened on 1 August 2022 was the adoption of a resolution on the correction of an accounting error which occurred in the content of Resolution No. 15 of the Ordinary General Meeting of 30 June 2022 in order to avoid doubts of interpretation as to the manner of distribution of net profit for 2021 - as a result of not including newly issued series F shares in the amount of profit to be distributed to shareholders (registration of these shares in the National Depository for Securities took place in the period in which draft resolutions for the Annual General Meeting were prepared and therefore, pursuant to Resolution 18 of the Annual General Meeting of 7 July 2021, these shares were entitled to dividend payment for 2021) in the original resolution:
  - indicated the amount to be distributed to shareholders in the amount of: PLN 2,775,021.30 (in words: two million seven hundred and seventy-five thousand twenty-one zloty 30/100), i.e. PLN 0.30 (in words: thirty groszy) gross per share, whereas
  - the amount to be paid to shareholders should be indicated in the amount of: PLN 3,312,021.30 (in words: three million three hundred and twelve thousand twenty one zloty 30/100), i.e. PLN 0.30 (in words: thirty cents) gross per share,
- the subject of the Extraordinary General Meeting convened on 12 October 2022 was to be the adoption of a resolution on the merger of Makarony Polskie S.A. as the acquiring company, with SAS Sp. z o.o. as the acquired company - the Meeting did not take place due to the fact that no Shareholder entitled to participate in this Extraordinary General Meeting appeared and was represented (a resolution in this matter was adopted at the next General Meeting convened by the Management Board of the Company after the end of the reporting period).

During 2022, the Company's Shareholders and Supervisory Board Members did not make any other requests for a General Meeting.

The members of the Management Board and the Supervisory Board attended the General Meetings in such a composition as to be able to provide substantive answers to the shareholders' questions asked during the Meeting.

Supervisory Board

The Supervisory Board of Makarony Polskie S.A. operates on the basis of the Code of Commercial Companies, the Articles of Association of the Company and the Regulations of the Supervisory Board adopted by Resolution No. 25 of the Annual General Meeting of Makarony Polskie S.A. of 28 June 2016.

Principles for appointing and dismissing members of the Supervisory Board

The Supervisory Board of the Company consists of between 5 and 7 members, appointed and dismissed by the General Meeting.

The term of office of the Supervisory Board is two years. The mandates of the members of the Supervisory Board expire on the date of the Annual General Meeting approving the Company's financial statements for the last full financial year of their office. If, during the term of office of the Company's Supervisory Board, a supplementary or extending election is made, the mandate of the newly-appointed member of the Supervisory Board expires simultaneously with the mandates of the other members of the Company's Supervisory Board.

Candidates put forward as members of the Supervisory Board shall be justified to enable the General Meeting to make an informed choice. The members of the Supervisory Board shall be selected in such a way that they have the necessary education and life experience to enable them to properly assess the Company's operations and to properly perform their functions on the Supervisory Board and the Audit Committee, and in such a way that at least two members of the Supervisory Board are persons free of connections with the Company and the Company's shareholders or employees.

Members of the Board are entitled to remuneration according to the rules set by the General Meeting.

The Supervisory Board elects a President from among its members, who directs the work of the Board. The Supervisory Board may also appoint Vice-President and a Secretary.

Competences of the Supervisory Board

The Supervisory Board exercises constant supervision over the Company's activities in all areas of its business. The powers of the Supervisory Board include:

- evaluating the financial statements and the report of the Board of Directors as to their conformity with the books and documents and with the facts, as well as the proposals of the Board of Directors concerning the distribution of profits and the coverage of losses, and submitting an annual written report to the General Meeting on the results of this evaluation,
- approving annual financial plans for the Company and controlling their implementation,
- the appointment of an auditor to audit the Company's financial statements,to
- grant consent to incur obligations or make dispositions which, on the basis of one or more related legal actions - exceed the amount of 10% of the Company's equity calculated according to the last balance sheet of the Company approved by the General Meeting, unless they are provided for in the Company's annual financial plan approved by the Supervisory Board,
- to approve the disposal of the Company's assets, the value of which exceeds 10% (in words: ten per cent) of the total value of the Company's equity calculated according to the last Company's balance sheet approved by the General Meeting, unless they have been provided for in the Company's annual financial plan approved by the Supervisory Board,
- consent to incurring liabilities or making dispositions which, on the basis of one or more related legal actions, exceed 10% of the Company's equity calculated according to the last balance sheet of the Company approved by the General Meeting, unless provided for in the Company's annual financial plan approved by the Supervisory Board,
- appointing and dismissing the Company's Management Board or individual members thereof,
- appointment and dismissal of the Company's Management Board or its individual members,
- determine the terms and conditions of remuneration of the Company's Management Board and the amount of remuneration of its individual members,
- representing the Company in contracts between it and a Board Member, as well as in a dispute between the Company and such person.

The Supervisory Board has the right to examine all activities of the Company, request reports, explanations and information from the Management Board and employees, inspect books and documents (including financial ones), request access to all premises of the Company (§10 of the Regulations of the Supervisory Board), and the Members of the Supervisory Board are obliged to be guided in their actions by the good and interest of the Company (§6(1) of the Regulations of the Supervisory Board).

The forms of work of the Board are meetings, control activities and participation in the Company's authorities.

Composition of the Supervisory Board

Since 1 January 2022 to 30 June 2022 the Supervisory Board is composed of:

- Roman Sobiecki - President of the Supervisory Board,
- Ahmed Khalil - Vice-President of the Supervisory Board,
- Michał Słomkowski - Member of the Supervisory Board,
- Wiesław Wasilewski - Member of the Supervisory Board.
- Marek Rocki - Member of the Supervisory Board,
- Janusz Pierun - Member of the Supervisory Board,

On 30 June 2022, in connection with the end of the ninth term of the Supervisory Board, the Annual General Meeting of the Company appointed a Supervisory Board of the tenth term. The number of the Members of the Supervisory Board of the tenth term was determined as 5 people.

The following persons were appointed to the Supervisory Board of 10th term:

- Roman Sobiecki
- Michał Słomkowski
- Wiesław Wasilewski
- Marek Rocki
- Ahmed Khalil

The Supervisory Board of the 10th term was constituted on 19 July 2022. Mr Roman Sobiecki became President of the Supervisory Board and Mr Ahmed Khalil became Vice-President of the Supervisory Board.

From 30 June 2022 to the date of publication of these statements, the Supervisory Board was composed of:

- Roman Sobiecki - President the Supervisory Board (independent member),
- Mr Ahmed Khalil - Vice-President of the Supervisory Board (dependent member),
- Marek Rocki - Member of the Supervisory Board (dependent member),
- Michał Słomkowski - Member of the Supervisory Board (independent member),
- Wiesław Wasilewski - Member of the Supervisory Board (independent member).

Committees of the Supervisory Board

As part of the Supervisory Board of Makarony Polskie S.A., in accordance with the legal regulations, there is an Audit Committee.

For the time being, there are no plans in the Company to establish Supervisory Board committees other than those required by law. This is supported by the Company's status, the composition of the shareholding, as well as organisational and economic considerations, including the need for additional administrative and legal services for such committees.

AUDIT COMMITTEE

The Audit Committee of Makarony Polskie S.A. operates on the basis of the applicable legal regulations and the Regulations of the Audit Committee adopted by Resolution No. 5 of the Supervisory Board of Makarony Polskie S.A. of 18 October 2017.

The size of the Audit Committee is determined by the Supervisory Board, which also appoints the members of the Audit Committee and designates its Chairman. The minimum size of the Audit Committee is 3 persons.

The members of the Audit Committee are appointed from among the members of the Supervisory Board in such a way that:

- the majority of the members of the Audit Committee, including its Chairman, were independent members,
- the Audit Committee included at least one Member with knowledge and skills in accounting or auditing and at least one Member with knowledge and skills in the industry in which the Company operates.

The term of office of a Member of the Audit Committee expires on the expiry of his or her mandate on the Supervisory Board. Any member of the Audit Committee may also be dismissed by the Supervisory Board at any time.

In the event of the expiry of the mandate of a Supervisory Board Member elected to the Audit Committee before the expiry of the term of office of the entire Supervisory Board, or his or her resignation from the Audit Committee, the Supervisory Board shall supplement the composition of the Committee by electing a new member of the Audit Committee for the period until the expiry of the term of office of the Supervisory Board.

The tasks of the Audit Committee include in particular:

- monitoring:
  - the Company's financial reporting processes,
  - the effectiveness of internal control and risk management systems and internal audit, including on financial reporting,
  - the performance of auditing activities, in particular the audit of the Company's financial statements by the audit firm, taking into account any conclusions and findings of the Audit Oversight Committee arising from the audit of the audit firm concerned;
- controlling and monitoring the independence of the auditor and the audit firm carrying out the audit of the Company's financial statements (in particular, where services other than the audit are also provided to the Company by that audit firm);
- informing the Supervisory Board of the results of the audit of the Company's financial statements and explaining how this audit contributed to the integrity of the Company's financial reporting and what the Committee's role was in the audit process;
- assessing the independence of the auditor and audit firm carrying out the audit of the Company's financial statements and approving the provision by them of permitted services to the Company which do not constitute an audit of the Company's financial statements;
- developing a policy for the selection of an audit firm to audit the Company's financial statements;
- developing a policy for the provision to the Company by the audit firm auditing the Company's financial statements, by affiliates of the audit firm and by a member of the audit firm's network (within the meaning of generally applicable regulations) of permitted services that do not constitute an audit of the Company's financial statements;
- determining the procedure for the selection of the audit firm to audit the Company's financial statements;
- making recommendations to the Supervisory Board on the selection of a statutory auditor or audit firm to audit the Company's financial statements. The recommendation should meet the requirements indicated in Regulation No. 537/2014 and the Act on Statutory Auditors;
- making recommendations to the Supervisory Board and the Executive Board to ensure the integrity of the Company's financial reporting process.

In the course of its work, the Audit Committee may:

- without the mediation of the Supervisory Board, request information, explanations and the transmission of documents necessary for the performance of its tasks,

- request that the key auditor discuss with the Audit Committee or the Board of Directors the key issues arising from the audit that are listed in the supplementary report referred to in Article 11 of Regulation No. 537/2014.

Composition of the Audit Committee

From 1 January 2022 to 30 June 2022, the Audit Committee of the Supervisory Board of the ninth term was composed of:

- Roman Sobiecki - President the Audit Committee (independent member),
- Michał Słomkowski - Member of the Audit Committee (independent member),
- Wiesław Wasilewski - Member of the Audit Committee (independent member).

On 19 July 2022 the Supervisory Board of the tenth term appointed from among its members the Audit Committee composed of:

- Roman Sobiecki - President the Audit Committee (independent member),
- Michał Słomkowski - Member of the Audit Committee (independent member),
- Wiesław Wasilewski - Member of the Audit Committee (independent member).

As required by law, Audit Committee members have:

- knowledge and skills in accounting or auditing - Mr Michał Słomkowski and Mr Roman Sobiecki,
- knowledge and skills in the industry in which the Company operates - Mr Wiesław Wasilewski and Mr Roman Sobiecki.

Mr Roman Sobiecki - is Professor of Economics at the Warsaw School of Economics (SGH), where he has worked since 1978. He serves as Vice-Rector of SGH for Development and Director of the Institute of Markets and Competition. Previously, he was Dean of the SGH College of Business Studies from 2012 to 2020. Between 1996 and 1997, he was an advisor in the Political Cabinet of the Minister of the Treasury. Between 1999 and 2005, he was a member of the Team of Consultants to the President of the Republic of Poland on Agriculture and Rural Development. From 2013 to 2015, he was chairman of the National Entrepreneurship Council, which operates under the Minister of Economy.
Mr Roman Sobiecki is the author and co-author of more than 70 books and articles on micro- and macroeconomics, globalisation and entrepreneurship (including the books "Globalisation and the functions of Polish agriculture", "The agrarian question in economic theory"). He is also the author and co-author of academic textbooks for students on competition theory and competitive strategies of firms.

Mr Michał Słomkowski - graduated with a Bachelor's degree in BBA Finance and Accounting and a Master's degree in Finance and Accounting, specialisation in Corporate Finance, from the Leon Koźmiński Academy. He also completed postgraduate studies at the Institute of Spatial Management and Housing and Leon Kozminski Academy - Real Estate

Management. He has experience in controlling, labour performance and costs management.

Mr Wiesław Wasilewski - graduated from the Higher School of Engineering in Radom at the Faculty of Economics and Organisation and postgraduate studies at the University of Warmia and Mazury at the Faculty of Economic Sciences, majoring in EU Funds Management. Since 2002, Mr Wiesław Wasilewski has been the owner of Big-Pol Fundusze Pomocowe, a consulting company specialising in large investment projects, mainly in the dairy, fruit and vegetable, meat, grain processing and milling, livestock and pet food, spirit and oil industries. The main areas of activity are the construction and modernisation of production and storage areas, modernisation and purchase of machinery and equipment, computerisation and robotisation of production and storage processes, laboratories and analysers. It specialises in the supervision of investment planning, obtaining full financing (including EU subsidies), accounting for the funds obtained and monitoring the effects of the investment, financial, accounting and tax consultancy, implementation of product, process, technological and organisational innovations.
Author of publications in food and industry press, including Przegląd Mleczarski, Gospodarka mięsna, Przemysł owocowo-warzywny i fermentacyjny, Agrotrendy, Poradnik rolniczy, Czysta Energia. Speaker at many conferences and seminars, e.g. during Polagra, Food Practic, Euromlecz, Bio Expo.

Work of the Audit Committee in and in respect of the 2022 financial year

During the 2022 financial year, the Audit Committee held 4 meetings, convened by the Chairman of the Audit Committee, dedicated to the performance of the Audit Committee's duties, in particular concerning:

- Adoption of the annual report on the Audit Committee's activities in 2021,
- cooperation with the auditor in the course of the audit of the financial statements for the 2021 financial year, and to control and monitor the independence of the auditor and the audit firm auditing the Company's financial statements,
- monitoring the Company's financial reporting processes, the effectiveness of internal control and risk management systems and internal audit, including with regard to financial reporting,
- informing the Supervisory Board of the results of the audit of the Company's financial statements and explaining how this audit contributed to the integrity of the Company's financial reporting and what the Committee's role was in the audit process,
- assessing the independence of the statutory auditor and audit firm auditing the Company's financial statements.

Subsequent to the end of the 2022 financial year, the Audit Committee held 2 meetings, convened by the Chairman of the Audit Committee, which focused on:

- Cooperation with the auditor during the audit of the financial statements for the 2022 financial year,
- preparation of Information for the Supervisory Board on the results of the audit of the financial statements of the Company and the Makarony Polskie Group, together with an explanation of how this audit contributed to the reliability of the financial reporting, and what was the role of the Audit Committee during the audit,
- Adoption of the annual report on the Audit Committee's activities in 2022,
- Amendment to the Policy on the Selection of the Audit Firm to Conduct the Statutory Audit of the Financial Statements of Makarony Polskie S.A. seated in Rzeszów and of the Makarony Polskie Capital Group,
- commencement of the procedure of selecting an audit firm to carry out statutory audits of the financial statements of Makarony Polskie S.A. seated in Rzeszów and of the Makarony Polskie Capital Group in the coming reporting periods.

The object of the permanent activities of the Audit Committee is to monitor the work related to the process of preparation and revision of the Company's financial statements. The Audit Committee monitored the correctness of the preparation of the Company's financial statements for the 2022 financial year, cooperating in this respect with the Company's Management Board and remaining in contact with the auditor auditing the statements, i.e. BDO Spółka z ograniczoną odpowiedzialnością Sp.k. with its registered office in Warsaw.

In the opinion of the Audit Committee, the Company's internal control system is fulfilled by the Board of Directors, management and other employees within the scope of their assigned duties. The internal control mechanisms cover the way in which employees perform their tasks, including in particular: powers, competences and compliance of the activities performed with the rules and procedures developed for the various areas of operation. These mechanisms are of a controlling nature and are built into both internal normative acts, procedures and the integrated ERP information system. The areas of risk that are material for the Company are properly identified and in order to ensure the implementation of the strategic objectives assumed by Makarony Polskie S.A.. The Management Board, together with the management, reviews and updates, on an ongoing basis, the risk factors accompanying the Company's business that may affect the Company's financial and market position.

Policies on the selection and cooperation with the auditor developed by the Audit Committee

On 18 October 2017, the Audit Committee adopted:

- "Policy for the selection of the audit firm to carry out the statutory audit of the financial statements of Makarony Polskie S.A. based in Rzeszów and of the Makarony Polskie Capital Group", according to which the audit firm is selected in accordance with the following principles:
  - by the Company's Supervisory Board after reviewing the recommendation of the Audit Committee,
  - sufficiently in advance so that the audit contract can be signed in time for the audit firm to participate in the inventory of significant assets,
  - paying particular attention to the need to maintain the independence of the audit firm and the statutory auditor, in particular the Audit Committee, when making its recommendation to the Company's Supervisory Board, shall take into account the extent of the services performed by the audit firm and the statutory auditor during the last five years preceding the selection of the audit firm,
  - control and monitoring of the auditor's and audit firm's independence by the Audit Committee are carried out at each stage of the procedure for selecting the audit firm to audit and review the financial statements indicated above,
  - the selection of the audit firm shall be made taking into account the experience of the audit firm with regard to the statutory audit of the financial statements of public interest entities, including companies listed on the Warsaw Stock Exchange,
  - the appointment of the audit firm shall be made taking into consideration the rotation of the audit firm and the key statutory auditor in such a way that the maximum period of uninterrupted duration of the statutory audit engagements performed by the same audit firm or an affiliate audit firm of that audit firm or any member of the network operating in countries of the European Union to which those audit firms belong, shall not exceed five years, and the key statutory auditor shall not have carried out a statutory audit with the Company for a period exceeding five years (in which case the key statutory auditor may again carry out a statutory audit with the Company after a period of at least three years from the completion of the last statutory audit).
  - the first audit contract shall be concluded with the audit firm for a period of not less than two years with the possibility of renewal for successive periods of at least two years, taking into account the rotation rules of the audit firm and the key auditor under the law,

- "Policy on the provision of permitted non-audit services by the audit firm auditing the financial statements of Makarony Polskie S.A., based in Rzeszów and the Makarony

Polskie Capital Group, by entities related to the audit firm and by a member of the audit firm's network", which provides that:

- the statutory auditor or audit firm - performing statutory audits of the Company or an affiliate of the audit firm or any member of the network to which the statutory auditor or audit firm belongs - does not directly or indirectly provide to the Company or its affiliates any prohibited services that are not audit or auditing activities,
- prohibited services are not those indicated in Article 136(2) of the Act of 11 May 2017 on Statutory Auditors, Audit Firms and Public Supervision (Journal of Laws 2017, item 1089),
- the provision of permitted services is only possible to the extent not related to the Company's tax policy, following an assessment of independence risks and safeguards by the Audit Committee and approval by the Audit Committee,
- where appropriate, the Audit Committee issues guidelines for such services.

Audit Committee approval of the auditor's provision of additional services

In FY2022 and in the period up to the publication date of this report, the audit firm auditing the financial statements of Makarony Polskie S.A. did not provide any permitted non-audit services to the companies of the Makarony Polskie Group.

Recommendation of the Audit Committee on the selection of the audit firm

In the financial year 2020, Makarony Polskie S.A. selected the auditor for the years 2020-2022. The Audit Committee carried out the selection procedure meeting the applicable criteria and then presented its recommendation to the Supervisory Board on the selection of the audit firm to carry out the audit of

Remuneration Policy for Supervisory Board Members

The remuneration of the Members of the Supervisory Board is determined by the General Meeting, in accordance with the Company's Articles of Association and the Remuneration Policy for the Members of the Management and Supervisory Boards of Makarony Polskie S.A. adopted by the Ordinary General Meeting on 24 September 2020.

In 2022, the Supervisory Board Members received remuneration in accordance with the remuneration system of the Supervisory Board of Makarony Polskie SA adopted:

- by Resolution No. 25 of the Ordinary General Meeting of 24 September 2020 - for each Supervisory Board meeting attended in the period from 1 January to 30 June 2022,

- by Resolution No. 23 of the Annual General Meeting of 30 June 2022 - at a fixed monthly rate for the period from 30 June 2022 to 31 December 2022.

Information on the remuneration paid to members of the Company's Supervisory Board is presented in the table below and is included in the consolidated financial statements in note 38 and in the separate financial statements in note 37.

First name and surname	Function	For the period from 01.01 - 31.12.2022	For the period from 01.01 - 31.12.2021
Roman Sobiecki	President of the Supervisory Board of the 9th and 10th terms	35	26
Ahmed Khalil	Vice-President of the Supervisory Board of the 9th and 10th terms	33	24
Wiesław Wasilewski	Member of the Supervisory Board of the 9th and 10th terms	29	21
Marek Rocki	Member of the Supervisory Board of the 9th and 10th terms	29	21
Michał Słomkowski	Member of the Supervisory Board of the 9th and 10th terms	29	21
Janusz Pierun	Member of the Supervisory Board of the 9th term	14	21
Total		**169**	**134**

The company has no liabilities arising from pensions or benefits of a similar nature for former supervisors or liabilities incurred in connection with such pensions.

Supervisory boards of subsidiaries

There are no Supervisory Boards in the Group's subsidiaries. The authorities in the subsidiaries Stoczek Natura Sp. z o.o. and MP Trade Sp. z o.o. are the Shareholders' Meeting and the Management Board.

Management Board

Principles for appointing and dismissing members of the Management Board

According to the provisions of the Articles of Association of Makarony Polskie S.A., the Management Board of the Company consists of one to three members, including the

President and the Vice-President, who are appointed and dismissed by the Supervisory Board.

The term of office of the members of the Executive Board shall be two years. Members of the Management Board may be appointed for successive two-year terms. The terms of office of members of the Management Board expire in accordance with Article 369 §4 of the Commercial Companies Code. If, during the term of office of the Company's Management Board, a supplementary or extending election is made, the mandate of the newly appointed Management Board member expires at the same time as the mandates of the other members of the Company's Management Board.

Competences of the Management Board

The Management Board represents the Company externally and decides on all matters that, in accordance with the Company's Articles of Association and mandatory legal provisions, have not been reserved to the competence of the Company's other bodies.

Declarations of intent on behalf of the Board are made by:

- in the case of a one-person board, one person,
- in the case of a multi-member Board, two Board Members jointly or a Board Member together with a Proxy.

As at the date of publication of this report, the function of proxies in the Company is performed by:

- Grażyna Kozielec - since 31 May 2012
- Beata Majewska-Karp - since May 31st 2012
- Witold Żarek - since 4 March 2013
- Marcin Zieliński - since 19 November 2019
- Artur Woźniak - as of 15 September 2021.

The proxies granted are cumulative - a proxy may only represent the Company acting jointly with another proxy or a member of the Management Board.

Composition of the Management Board

In the period from 1 January 2022 to the publication of these statements, the Management Board of the Company was composed of one member. The function of the President of the Management Board is performed by Zenon Daniłowski.

Division of responsibilities among Board Members

The Board of Directors of the Company is a single member.

Remuneration Policy for Board Members

In accordance with the Company's Articles of Association, Members of the Management Board receive remuneration, the amount of which is determined by the Supervisory Board. On 24 September 2020, the Ordinary General Meeting adopted the Remuneration Policy for the Members of the Management and Supervisory Boards of Makarony Polskie S.A., which defines the principles of determining the remuneration system for the members of the Company's bodies.

The remuneration system of the President of the Management Board is based on a fixed part (basic remuneration under the employment contract) and an incentive variable part.

During 2022, the variable part of the remuneration for the function was calculated based on the EBITDA result /operating profit+amortisation/ generated by the Makarony Polskie Group in the quarter to which the remuneration pertained, disclosed in the published periodical reports covering the given quarter.

In the period covered by these financial statements, the Group's companies did not conclude any agreements with the managing persons providing for compensation in the event of their resignation or dismissal from their positions without a valid reason or if their dismissal or dismissal would occur due to a company merger by acquisition.

In FY2022, as well as in the period up to the publication date of this report, Makarony Polskie S.A. did not run any employee share schemes.

Information on the remuneration paid to the members of the Company's Management Board is presented in the table below and is included in the consolidated financial statements in note 38 and in the separate financial statements in note 37.

First name and surname	Function	For the period from 01.01 - 31.12.2022		For the period from 01.01 - 31.12.2021	
		fixed	variable	fixed	variable
Zenon Daniłowski	President of the Board	600	854	507	479
	Total	**1,454**		**986**	

The company does not have any liabilities arising from pensions or benefits of a similar nature for former officers or former members of administrative bodies, nor any liabilities incurred in connection with such pensions.

Boards of directors of subsidiary companies

Stoczek Natura Sp. z o.o.

As at 31 December 2022 and the date of publication of these statements, the management board of the subsidiary Stoczek Natura Sp. z o.o. was composed of:

- Adam Ławnik - President of the Management Board,
- Jerzy Krzyżowski - Member of the Management Board.

The function of Proxy in Stoczek Natura Sp. z o.o. is performed by:

- Alicja Hinz - since 05 October 2001.

The commercial power of attorney granted is joint and several, as the commercial proxy may represent the Company only when acting jointly with another commercial proxy or Management Board member.

MP Trade Sp. z o. o.

As at 31 December 2022 and the date of publication of these statements, the management board of the subsidiary Sto Sp. z o.o. was composed of:

- Marcin Zieliński - President of the Management Board.

There were no proxies appointed in MP Trade Sp. z o.o. as at 31 December 2022 and at the date of publication of this report.

SAS Sp. z o.o.

As at 31 December 2022 and the date of publication of these statements, the management board of the subsidiary SAS Sp. z o.o. was composed of:

- Witold Żarek - President of the Management Board.

The function of Proxy in Stoczek SAS Sp. z o.o. is performed by:

- Magdalena Banach - since January 3, 2022.

During 2022, Mr Leszek Trzcinski also acted as a proxy in SAS Sp. z o.o. - the proxy was revoked by the board of SAS Sp. z o.o. on 8 March 2023.

Other information

Information on cooperation with the auditor

The Supervisory Board of Makarony Polskie SA has selected BDO Spółka z ograniczoną odpowiedzialnością sp.k. (formerly: BDO Spółka z ograniczoną odpowiedzialnością) based in Warsaw as the auditor to review the financial statements of the companies of the Makarony Polskie Group for the first half of the financial year and to audit the financial statements of the companies of the Makarony Polskie Group for the financial year 2020-2022.

BDO Spółka z ograniczoną odpowiedzialnością sp.k. is entered on the list of audit firms kept by the National Audit Office (KRBR) under number 3355 and registered in the register of entrepreneurs of the National Court Register kept by the District Court for the Capital City of Warsaw, 13th Business Division of the National Court Register under number 0000729684.

Companies of the Makarony Polskie Group previously used the services of BDO Spółka z ograniczoną odpowiedzialnością sp.k. for the audit of the annual reports in the financial years 2018-2019.

On 20 August 2020, Makarony Polskie S.A. concluded an agreement with the aforementioned auditor concerning the review of the condensed financial statements for the first half of the financial year and the audit of the Company's and the Group's financial statements for the financial year 2020-2022.

The fees payable to BDO Spółka z ograniczoną odpowiedzialnością sp.k. for the audit of the financial statements for the financial year 2022 in Makarony Polskie S.A. amounts to PLN 145.2 thousand in total (PLN 42.3 thousand for the review of the standalone and consolidated semi-annual report, PLN 102.9 thousand for the audit of the financial statements of Makarony Polskie S.A. and the Makarony Polskie Group for 2022).

Remuneration due to BDO Spółka z ograniczoną odpowiedzialnością sp.k. for the audit of the financial statements for the financial year 2021 in Makarony Polskie S.A. amounted to PLN 130.2 thousand in total (PLN 37.3 thousand for the review of the standalone and consolidated semi-annual report, PLN 92.9 thousand for the audit of the financial statements of Makarony Polskie S.A. and the Makarony Polskie Group for 2021).

The Group is committed to operating in a sustainable and responsible manner when conducting business.

Corporate social responsibility

Corporate social responsibility is the responsible way in which a company operates in the social, economic and natural space. The concept of social responsibility is changing, evolving and still subject to public debate. Today, CSR (Corporate Social Responsibility) is not only an idea, but also an approach to management. CSR implies the rational management of enterprises and assets, with respect for the rights of citizens and employees, as well as social co-existence.



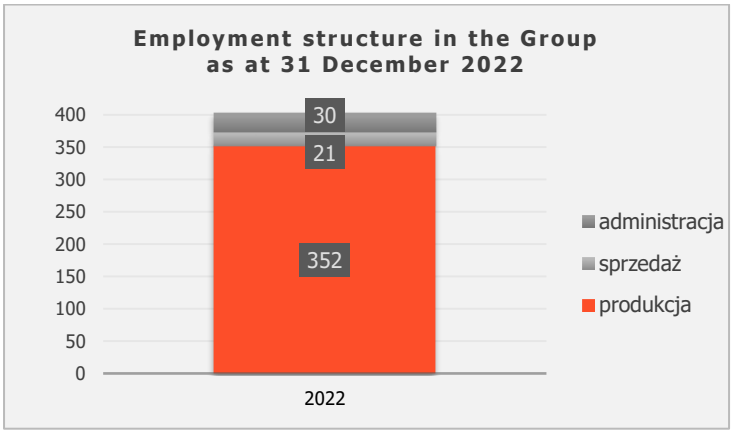
When creating the development strategy and implementing the business targets, the Makarony Polskie Group endeavours to conduct its operating activity taking into account the principles of CSR, i.e. taking into consideration the needs and requirements of widely understood social and environmental interests in the company's environment. Activities in this area focus mainly on:

- building stable and long-term relationships with all stakeholders,
- pursuing a socially responsible policy expressed in support for local and charitable initiatives, sports and cultural patronage,
- creating an exceptional team and a friendly working environment,
- reducing the company's impact on the environment.

Employees

The Makarony Polskie Group consistently implements the employment optimisation programme implemented in 2013. The programme assumes stabilisation of employment in permanent positions at the necessary minimum level and making employment in production plants more flexible by making its level dependent on changes in the production volume. The basis for such a solution is constant attention to the proper organisation of work (e.g. implementation of Lean Manufacturing) and efficiency in the use of human resources.

The Makarony Polskie Group, in accordance with the adopted policy, maintains the total employment at the minimum necessary level. The Group's headcount as at 31 December 2022 was 403 (vs. 224 people at the end of 2021 and 213 people at the end of 2020). The significant increase in employment in 2022 is due to SAS Sp. z o.o. joining the Makarony Polskie Group.



Diversity policy

The personnel policy of the Makarony Polskie Group is aimed at retaining high-class specialists and managers who, thanks to their knowledge, experience and commitment, ensure the highest level of implementation of the Group's business objectives set for them, thus guaranteeing continuous improvement of the organisation and enhancement of the quality of the offered products and provided services. Makarony Polskie S.A. has not developed a formalised diversity policy in relation to the Company's authorities and its key managers. From the current status of the Company, there is no obligation to report this element.

Human resource planning and recruitment

The current labour market requires employers to place increasing emphasis on optimising processes, using human resources effectively and responding quickly to changes. In order to ensure a high level of task and goal fulfilment in the dynamic world of VUCA, the Makarony Polskie Group takes steps towards effective human resources planning, even before the actual demand in this respect occurs. The Group has implemented and conducts, in close cooperation with the heads of individual organisational units, systematic identification of future human resources needs.

When recruiting and selecting candidates, the Group makes every effort to ensure that the recruitment process is transparent and employee-friendly and effective for the company. When deciding to engage with candidates, the Group's companies endeavour to act in a transparent manner, guided by professional experience, length of service in the profession, education held in accordance with the scope of the tasks assigned. The Group hires both women and men of different age ranges, taking into account the assessment of candidates' fulfilment of merit criteria, and seeks to prevent any form of discrimination.

by age and gender	Employment structure of the Group's employees as at 31 December 2022		
	women	men	together
18-29	15	26	41
30-49	141	82	223
50+	91	48	139

When recruiting members of its team, the Makarony Polskie Group relies on candidates who are passionate about their work. It looks for people who are not afraid of new challenges, who are ready to constantly develop their skills and who are eager to share their knowledge. For specialist and managerial positions, we prefer people who represent a high level of professionalism, are enterprising, committed, focused on professional development, derive satisfaction from their work and are able to cooperate with other people.

In caring for the development of human resources, the Makarony Polskie Group first tries to recruit internally, due to the fact that internal promotions (horizontal and vertical) allow it to retain in the organisation people who are committed, have extensive experience and desired qualifications. In the absence of suitable internal candidates, the Group conducts recruitment processes aimed at external candidates, using recruitment sources adequate to the profile of the vacant position, e.g. through headhunters, career offices, student and pupil internships and placements, publications on the company website, web portals, social media, participation in Job Fairs as an exhibitor and through District Labour Offices.

Recruitment processes are carried out in compliance with the Group's confidentiality rules and internal procedures.

Internships and apprenticeships

The Makarony Polskie Group values the value and competence of young people, their enthusiasm and creativity, which is why it strives to enable people entering the labour market to gain practical skills in the course of the company's current operations. It willingly participates in various internship programmes aimed at students and graduates. It enables secondary school and university students to undergo apprenticeships. It also cooperates with County Labour Offices in organising internships for the unemployed. Interns have the opportunity to learn about the company's organisation and the functioning of its organisational units. The best interns are offered long-term employment.

In 2022, in the Makarony Polskie Group, 2 people completed student internships, 1 person completed a student traineeship (lasting on average approximately 1 month), and 1 person benefited from an internship organised at the Production Plant in Korpels (also lasting approximately 1 month). Cooperation was established with the University of Information

Technology and Management in Rzeszów, The Jan Długosz University of Humanities and Sciences in Częstochowa, the Hugo Kołłątaj University of Agriculture in Kraków, and the Zespół Szkół Telekomunikacji i Zespół Szkół Telekomunikacji in Kraków. During 2022, Makarony Polskie SA, in cooperation with the Labour Office in Rzeszów, also organised several-month internships for 2 unemployed persons referred by the Office. In addition, 2 people completed several-month internships as part of EU projects implemented by non-governmental organisations: Centrum Rozwoju Aktywności Społecznej CRAS in Rzeszów and Foundation Aktywizacja from Warsaw, office in Rzeszów.

Training

The Makarony Polskie Group attaches great importance to the effective use of human resources. An important element of this process is to ensure professional development of the employees and constant improvement of their professional qualifications through specialist training and competence development programmes. In implementing activities in this area, the Group relies mainly on external specialist training and specially prepared, closed competence development programmes, which in the Group's opinion are the best investment in employees.

In 2022, due to epidemic conditions and the unstable social and economic situation, the Makarony Polskie Group reduced the number of training sessions organised internally, usually held in a stationary form. Most of the specialised external open trainings attended by the Group's employees (of various levels) updating and expanding their knowledge in the scope needed to effectively perform their position duties were held in the online form.

Training topics included changes in regulations and good practices regarding labour law, cyber security, obligations of listed companies, management of production processes, export, marketing and advertising, payroll, invoicing, organisation of the company's operations in the spirit of ESG. Employees of the Quality Teams and of the Research and Development Centre operating in Makarony Polskie S.A. updated and broadened their knowledge in the area of international processes and standards in food production. On the other hand, employees of the Maintenance Teams improved their qualifications in the operation of electrical and power equipment.

The Makarony Polskie Group also supports self-education of its employees and their upgrading of professional qualifications, especially in the areas that are in line with the scope of the job tasks performed or planned to be performed, and thus are also important from the Group's point of view.

It is important to implement the skills acquired in the workplace, as well as to share knowledge within and between individual employee teams. With this in mind, the Group also uses the approach of periodically organising internal conferences to design various forms of training,

whereby Group employees become trainers or co-leaders - thus developing their own competencies and sharing their knowledge with others.

Remuneration scheme

The incentive remuneration system adopted in the Group assumes that employees receive remuneration consisting of a fixed part (basic salary) and a variable part (including bonuses and rewards) awarded depending on their contribution, commitment and the level of achievement of objectives/tasks set for employees by their superiors.

Base salaries are a product of the rank of the position held, the contribution of the job, responsibilities, qualifications and experience. The Group values individual positions, taking care to maintain a competitive level of remuneration that allows it to recruit people with the desired qualifications and experience, based on best market practice.

Variable remuneration depends on the level of achievement of individual objectives/tasks set by superiors, the commitment of individual employees, their conscientiousness and diligence in performing their work, the improvement of productivity and quality of work, and specific achievements in the performance of tasks set by superiors. Its purpose is to motivate employees to achieve high performance in line with the Group's business interests.

The remuneration system implemented in the Group ensures effective support of business activities and the implementation of the development strategy. The variable part of the remuneration system ensures that it is flexible, adaptable to the needs of the organisation. Such a remuneration system makes it possible to effectively translate the Group's objectives to managers and then cascade the objectives further to employees.

There were no significant changes to the remuneration system adopted by the Group in 2022.

HEALTH AND SAFETY

The Makarony Polskie Group, as a responsible employer, is also committed to ensuring safe working conditions for its employees. Individual Group companies have their own Occupational Health and Safety Policies in place. In accordance with the regulations in force in this regard, in order to protect the health and life of employees, the Group's companies carry out health and safety training, provide initial and periodical medical examinations, employ staff with the required qualifications, and equip these people with the appropriate personal protection equipment.

In 2022, nine light work accidents were reported in the Group.

At a time of constant uncertainty related to the macroeconomic and geopolitical situation, the Makarony Polskie Group strives to give its employees a sense of security and adapt working conditions to the changing environment:

- formal and practical solutions have been prepared to enable the fulfilment of duties in a remote form, with regard to organisational units where such a possibility exists, which makes it possible to ensure continuity of tasks in situations when, for some reason, work cannot be performed at the employee's standard workplace,
- provided employees with the opportunity to take advantage of private healthcare packages offered by a medical company that cooperates with the Group in this regard.

Environment

The Group consistently works to minimise its environmental impact in every area of its operations.



The Group's activities focus, among other things, on the rational use of water and energy, taking care to reduce carbon dioxide emissions, minimising the amount of wastewater and waste generated through the continuous improvement of production processes, the use of modern, energy-saving and efficient technological lines, and attention to the proper condition of machinery and equipment. The Group's companies exercise due diligence in segregating waste into appropriate fractions. The Group conducts educational and informational activities to raise the environmental awareness of its staff, including reducing energy consumption by encouraging them to switch off computers and turn off lights or reduce the number of printouts.

The Group's companies continuously invest in solutions that minimise the negative impact of their business on the environment. In recent years, the Makarony Polskie Group carried out large investment projects aimed at, e.g. reducing the environmental impact of production plants (insulation of the building and construction of a new façade at the plant in Rzeszów, replacement of the lighting system with LEDs), increasing efficiency and reducing energy consumption of pasta production processes (installation of modern production lines and installation of a precise liquid egg dosing system at the plant in Rzeszów, modernisation of technological lines for the production of rolled pasta, construction of a drying tunnel for continuous drying of pasta) and improving working conditions (e.g. reconstruction of ventilation and air conditioning in production halls).

Stoczek Natura Sp. z o.o. is carrying out investments aimed at reducing energy intensity and automating production processes in order to optimise them. The company is also implementing a project to replace the current coal-fired boiler room with a modern gas-fired boiler room.

SAS Sp. z o.o. has also carried out a number of investments to improve production efficiency and flexibility, reduce costs and optimise processes, e.g. work is underway to diversify sources of process heat generation, the company has also taken steps to sell unused assets, and plans to use the proceeds from the sale for further investment in the machinery.

Among the Group's pro-environmental activities are also the systematic disposal of electro-waste and the segregation and recycling of waste generated during production.

Investment in green energy sources is also one of the Group's priorities for 2022-2023. At all the Group's plants, photovoltaic installations are planned to be in place by the end of 2023 due to the fact that the production processes for pasta and ready meals are characterised by high production energy intensity. Investment in 'green energy' will allow the Group to take care of the environment and lower its carbon footprint on the one hand, and to reduce the cost intensity of production resulting from increases in electricity prices on the other.

Market

This is why the Makarony Polskie Group continuously modernises its plants, has state-of-the-art production lines and an extensive production process control system, and continuously invests in the acquisition and implementation of modern technologies, an example of which are the EU projects that are currently being implemented.

As part of its development, Makarony Polskie S.A. launched the Pasta Industry Research and Development Centre, where the Group's employees, in cooperation with scientific institutions, work on the development of innovative technologies for the production of new products: functional, pro-health, low-processed, easy-to-cook food. The result of this cooperation between business and science is, among others, the launch of Diabetic pasta, which, due to its low glycaemic index, can be used as part of the diet of people struggling with type 2 diabetes.

The main objective of the projects implemented by Stoczek Natura Sp. z o.o. is to increase the company's competitiveness and innovation on the domestic and foreign markets through the introduction of technological and product innovations (including products with pro-health values, targeted at a new group of consumers). The company has successfully introduced So

Food ready meals on trays and in bowls to its portfolio, among other products, which have been very well received by the market and in 2022 have reached the leading position in their segment.

Each production process that takes place in the plants of the Makarony Polskie Group is strictly supervised by the company's Quality Control Teams, which take care of compliance of the products with the requirements of food standards and the company's high quality standards. Both raw materials and finished products are tested in detail in the company's laboratories, and periodically they are also tested in independent accredited external laboratories.



In order to meet the legal requirements regarding foodstuff safety, the companies of the Makarony Polskie Group have implemented and certified quality systems meeting the requirements of the international IFS (International Food Standard). In addition, the companies Makarony Polskie SA and Stoczek Natura Sp. z o.o. have BRC (British Retail Consortium) certification. The quality systems cover the entire production process from the receipt of raw materials to the release of finished products.

Cooperation with scientific institutions, research laboratories, suppliers of raw materials, machinery and packaging is systematically developed in order to improve their products and production processes.

The Group's achievements in this area are reflected in the awards and accolades received by the Group and its products.

Golden Paragon 2022 award for Klusczek 2jajeczny Makarony Polskie



The Golden Receipt - Polish Merchants' Award competition is a distinction awarded by owners and managers of food and grocery shops from all over Poland. The competition selects those products and services which have a particular impact on the development of retail trade in Poland.

In 2022, a distinction in the Golden Paragon competition in the pasta category went to Kluseczka 2-jajeczna Makarony Polskie Abak 250g. This is another consecutive award for this product, which was also honoured in 2020 and 2021.

The title of Regional Leader for Makarony Polskie S.A.



At the beginning of 2023, Makarony Polskie SA once again claimed the title of Regional Leader of the Podkarpackie Voivodeship, this time in the category 'Food production based on innovative technologies'.

The chapter of the 12th edition of the plebiscite organised by Gazeta Codzienna Nowiny, under the patronage of, among others, the Podkarpackie Voivode, the Podkarpackie Voivodeship Marshal and the Mayor of Rzeszów, appreciated the high quality and taste of the pasta offered by the Company, behind which stand innovative technologies and research and development work.

Society

The Makarony Polskie Group is involved in the life of local communities in the localities where its production plants and sales offices are located. It actively supports activities and initiatives for the development of culture, education and sport. It gets involved in charity and social actions. It provides support to public benefit organisations and foundations.

Cooperation with schools and universities

The Group companies maintain long-term relationships with the academic community, as exemplified by the cooperation of Makarony Polskie S.A. with the University of Rzeszów and the Poznań University of Life Sciences in terms of R&D activities, the University of Information Technology and Management in Rzeszów or the Warsaw School of Economics, and the cooperation of Stoczek Natura Sp. z o.o. with the University of Life Sciences in Lublin.

In 2022, Group companies organised internships and apprenticeships for students of the University of Information Technology and Management in Rzeszów, the Jan Długosz University of Humanities and Sciences in Częstochowa, the Hugo Kołłątaj University of Agriculture in Kraków and students of the Electronics and Telecommunications School Complex in Olsztyn

Charity

For many years, the Group has been carrying out various charitable activities locally and nationally, providing support both directly to children in need (Christmas and Santa Claus events, support for holidays) and to institutions such as hospices, welfare centres, orphanages, foundations, scout associations and schools.



In 2022, the Group once again joined the "Heart for a Compatriot" action organised by the Kresy Heritage Foundation. The action supported Poles, mainly elderly and

lonely people, living in Lviv, Mosciska, Krzemieniec and Zhovkva.

Product support was given to the 'Equal Opportunities' Association, which, as part of its annual Christmas campaign, with the support of scouts and volunteers, delivers food parcels to elderly and lonely people in the Ropczyce area of the Podkarpacie region.

Makarony Polskie S.A. has established cooperation with the Rzeszów branch of Humanitarian Action "Życie". An organisation that supports people in difficult life situations residing in Rzeszów and the surrounding area.

Product support was also provided to the St. Brother Albert Św. Children and Youth and St John Paul II Św. in Stalowa Wola.

In 2022, in connection with the Russian aggression against Ukraine, the companies of the Makarony Polskie Group actively joined in providing product assistance to Ukrainians. The Group's products reached both those who remained on the territory of the defending country and refugees seeking refuge in Poland.

The Group's employees also actively joined the campaign to support refugees from Ukraine, collecting and donating both cash (e.g. through the Polish Humanitarian Action with the title 'SOS Ukraine') and various products, e.g. cleaning products, hygiene products, as well as toys and sweets for the youngest. Collections were organised, inter alia, for children who came to Poland from an orphanage in Kharkiv (via the St Dominic's Sisters Foundation in Rzeszów).

In 2022, Makarony Polskie S.A. was actively involved in two campaigns aimed at directly supporting the treatment of seriously ill children from the Podkarpacie region: twin brothers suffering from infantile cerebral palsy, collecting money for surgery on bilaterally dislocated hips, and a several-month-old girl suffering from SMA, collecting funds for genetic therapy with the "world's most expensive drug", which in her case was not reimbursed by the National Health Fund. The support provided by the Company amounted to several thousand PLN. Also in this case, the Group's employees were not indifferent and joined the campaign by organising both monetary and in-kind collections, such as the collection of waste paper for the benefit of those in need.

Patronage and sponsorship of culture and sport

The Makarony Polskie Group sponsors cultural and sporting events, both nationwide and local.



Sponsorship of the XVIII International Song Festival "Carpathia Festival". A worldwide event, held annually in Rzeszów. The festival has promoted many of the current stars of the vocal scene and enjoys unflagging popularity. The event is organised by the Rzeszów City Hall, the Centre for Vocal Art in Rzeszów and Estrada Rzeszowska. The main prize for the winner is a subsidy for the release of an album or the costs of organising a concert tour, an invitation to perform at the next edition of the Festival and a commemorative statuette.

Sponsor of RzeszówKultURalia Studenckie, organised by three universities: University of Rzeszów, the University of Information Technology and Management and the University of Law and Administration.





Permanent sponsorship of the sporting activities of World Champion in taiji forms Anna Kubiak by Makarony Polskie SA. In addition to national competitions, as a member of the Polish National Team she represents our country at various international competitions, including European and World Championships.



Ongoing sponsorship of the Chiniewicz/Jaroszczak Beach Volleyball Team, competing at Polish Championship and World Cup level.

In 2022, Makarony Polskie SA was one of the sponsors of the final of the Festival of Actor Songs and Sung Poetry (it funded three prizes for the winners in the form of professional microphones and Group products). The company also joined in the organisation of the Polish Grand Prix of Beach Volleyball in Przysucha by making a product donation (100 kg of pasta) to the organisers.