

Warsaw, 24 April 2024

OPINION OF THE SUPERVISORY BOARD OF XTB S.A.
on the draft resolutions of the Annual General Meeting,
which is scheduled to convene in May 2024.

The Supervisory Board of XTB S.A. (hereinafter: the Company) has considered the proposed resolutions presented by the Management Board of the Company for the Annual General Meeting, which is scheduled to be convened in May 2024, the Supervisory Board presents below its opinions on the adoption of individual resolutions, however, the Supervisory Board did not express an opinion on resolutions of an orderly or procedural nature, i.e. resolutions on the election of the Chairman of the General Meeting and on the adoption of the agenda:

- a) Regarding the resolution on the approval of the Management Board's report on the Group's and the Company's activities for 2023 the Sustainability Report of the XTB S.A. Capital Group for 2023, the Supervisory Board gave a **positive** opinion on the adoption of the resolution in question by the Annual General Meeting of the Company;
- b) With regard to the resolution on the approval of the Company's separate financial statements for 2023, the Supervisory Board gave a **positive** opinion on the adoption of the resolution in question by the Annual General Meeting of the Company;
- c) Regarding the resolution on the approval of the consolidated financial statements of the XTB S.A. Capital Group for 2023, the Supervisory Board gave a **positive** opinion on the adoption of the resolution in question by the Annual General Meeting of the Company;
- d) With regard to the resolution on the distribution of profit, determination of the dividend date and dividend payment date, the Supervisory Board gave a **positive** opinion on the adoption of the resolution in question by the Annual General Meeting of the Company;
- e) With regard to the resolution on the discharge of the President of the Management Board of the Company, Mr Omar Arnaout, the Supervisory Board gave a **positive** opinion on the adoption of this resolution by the Annual General Meeting of the Company;
- f) regarding the resolution on the discharge of the Company's Management Board member Mr Paweł Szejko, the Supervisory Board gave a **positive** opinion on the adoption of the said resolution by the Annual General Meeting of the Company;
- g) Regarding the resolution on the discharge of the Company's Management Board member Mr Filip Kaczmarzyk, the Supervisory Board gave a **positive** opinion on the adoption of the said resolution by the Annual General Meeting of the Company;

- h) concerning the resolution on the discharge of the Company's Management Board member Mr Jakub Kubacki, the Supervisory Board gave a **positive** opinion on the adoption of the said resolution by the Annual General Meeting of the Company;
- i) concerning the resolution on the acknowledgement of the fulfilment of duties by Mr Andrzej Przybylski, Member of the Company's Management Board, the Supervisory Board gave a **positive** opinion on the adoption of the said resolution by the Annual General Meeting of the Company.

The Supervisory Board **refrains** from giving its opinion on resolutions on:

- a) To consider and approve the Report on the activities of the Supervisory Board of the Company for the year 2023;
- b) to discharge the individual members of the Supervisory Board for the performance of their duties in 2023;
- c) expressing an opinion on the Salary Report 2023

as these resolutions directly concern individual Supervisory Board Members or the activities of the Supervisory Board as a corporate body.