

Proposal for resolution of the General Meeting and its reasoning

Item 4 – Approval of the annual financial statements for 2025

Proposed resolution:

“The General Meeting of the Company hereby approves the annual financial statements of the Company for the financial period from 1 January 2025 to 31 December 2025, which have been audited by the auditor and are included in the annual report published on the Company’s website (<https://www.coltczgroup.com/en/> under the “Investors” tab in the “General Meetings” section).”

Reasoning:

In accordance with the provision of Section 421(2)(g) of the Companies Act and Article 7.3(k) of the Company’s Articles of Association, the General Meeting approves the annual financial statements submitted to it by the Company’s Board of Directors in accordance with the provision of Section 435(4) of the Companies Act and Article 13.4(c) of the Company’s Articles of Association.

Pursuant to the provisions of Section 447(3) of the Companies Act and Article 19.5 of the Company’s Articles of Association, the Company’s Supervisory Board reviews the Company’s annual financial statements and submits its opinion to the General Meeting.

The Company’s financial statements must be audited by an auditor and form part of the annual report pursuant to the provisions of Section 21 of Act No. 563/1991 Sb., on accounting, as amended (the “**Accounting Act**”). Pursuant to the provisions of Section 19a of the Accounting Act, the annual financial statements for 2025 have been prepared in accordance with International Financial Reporting Standards approved for use in the EU.

The annual financial statements have been prepared in accordance with applicable legal regulations and give a true and fair view of the subject of the accounting and of the financial position of the Company.

The annual financial statements consist of:

- ▷ Individual profit and loss statement and other complete result for the year ending 31 December 2025;
- ▷ Individual report of financial position as of 31 December 2025;
- ▷ Individual statement of changes in equity for the year ending 31 December 2025;
- ▷ Individual cash flow statement for the year ending 31 December 2025;
- ▷ Notes.

The annual financial statements have been audited by the auditor, discussed by the Company’s Board of Directors and reviewed by the Company’s Supervisory Board, which has concluded to recommend the Company’s annual financial statements for approval.

The annual financial statements for 2025 have been audited by **Deloitte Audit s.r.o.**, with its registered office at Italská 2581/67, Vinohrady, 120 00 Prague 2, ID No. 496 20 592, registered in the Commercial Register kept by the Municipal Court in Prague, File No. C 24349 (“**Deloitte Audit s.r.o.**”) with an unqualified opinion.

For the financial year 2025, the Company generated a non-consolidated economic result (after-tax) of CZK 1,999,130,608.36.

According to the annual report, other important data from the annual financial statements are:

Total assets (in CZK thousand)	36,199,406
Total equity (in CZK thousand)	18,685,091
Total liabilities (in CZK thousand)	17,514,315
Economic result for the financial year (in CZK thousand)	1,999,131

Pursuant to the provisions of Section 21 of the Accounting Act, the Company is required to prepare an annual report, the purpose of which is to provide coherent, balanced and comprehensive information on the development of its performance, activities and current economic position.

In this context, in accordance with Section 435(5) of the Companies Act and Article 13.4(d) of the Company's Articles of Association, the Board of Directors prepares a report on the Company's business activities and the state of its assets, in which it assesses the state of the Company's assets and business activities in the financial year for which the financial statements are prepared, and submits the annual report, including the report on the Company's business activities and the state of its assets, to the General Meeting.

In addition, the Board of Directors prepares a report on relations, which forms part of the annual report, in accordance with Section 82 et seq. of the Companies Act.

In addition, pursuant to the provision of Section 118(6) of Act No. 256/2004 Sb., on capital market business, as amended (the "CMBA"), the Board of Directors of the Company prepares and submits to the General Meeting an explanatory report on matters according to the CMBA as part of the annual report.

In accordance with the provisions of Section 447 et seq. of the Companies Act and Section 83 of the Companies Act and Article 7.3(y) of the Company's Articles of Association, the Supervisory Board of the Company submits to the General Meeting the results of the Company's Supervisory Board's inspection activities, for which a report of the Company's Supervisory Board on its inspection activities has been prepared. That report includes the opinion of the Company's Supervisory Board on the annual financial statements, the consolidated financial statements, the proposal for the distribution of the Company's profits, and the report on relations. The conclusions of the Company's Supervisory Board on its inspection activities are without reservations.

In accordance with the provisions of Section 44aa of Act No. 93/2009 Sb., on auditors and on amendments to certain acts (Act on Auditors), as amended (the "Act on Auditors"), and with Article 24.5 of the Company's Articles of Association, the Company's Audit Committee prepares a report on its activities in which it evaluates its activities in relation to the activities under the Act on Auditors.

On the basis of the above and the published information, it is proposed that the General Meeting of the Company approves the annual financial statements for the year 2025.

The annual report, as well as its several parts, the Supervisory Board's report on its inspection activities, and the Audit Committee's report on activities are posted on the Company's website <https://www.coltczgroup.com/en/> under the "Investors" tab in the "General Meetings" section.