Macierzysz, 28 October 2026

# REPORT BY THE MANAGEMENT BOARD OF BIOTON S.A. ON THE REPRESENTATION OF EACH GENDER IN THE COMPANY'S GOVERNING BODIES AND MEASURES TAKEN TO ENSURE GENDER BALANCE

**Legal basis:** Chapter 4aa of the Act of 29 July 2005 on public offerings and the conditions for the admission of financial instruments to organised trading and on public companies (as amended by the Act of 3 July 2026 implementing Directive (EU) 2022/2381
'Women on Boards')

**Reporting period:** 2025

**As at:** 28 October 2026

## 1. Introductory information

The Management Board of BIOTON S.A., with its registered office in Warsaw ("the Company"), acting in accordance with the provisions on gender balance in the governing bodies of public companies, hereby presents this report on the representation of women and men in the Company's governing bodies and the measures taken to ensure gender balance.

The Company regards diversity in the composition of its governing bodies, including gender balance, as an element of good corporate governance which promotes the quality of discussion, sound decision-making and the creation of long-term value for shareholders.

## 2. Number of persons holding positions on the Company's governing bodies during the reporting period

| Body and type of position | Number of members | Women | Men | Proportion of the under-represented gender |
|---|---|---|---|---|
| Management Board – Chairperson and Member of the Management Board | 2 | 0 | 2 | 0% |
| Supervisory Board – members of the Supervisory Board | 8 | 2 | 6 | 25% |
| **Total** | **10** | **2** | **8** | **20%** |

BIOTON

**Registration Court**
Entry in the Register of
Entrepreneurs
maintained by the
District Court for the
Capital City of Warsaw in
Warsaw,
14th Commercial Division of
the National Court Register,
KRS 0000214072

There are two positions on the Company's Management Board: Chairman of the Management Board and Member of the Management Board; both
positions are held by men. The Supervisory Board, comprising eight members, consists of two women and six men.

## 3. Assessment of compliance with gender balance criteria

The Act requires that the total number of positions on the Company's governing bodies held by persons belonging to the under-represented sex be no less than the figure closest to 33 per cent of the total number of positions on the Company's governing bodies, and that persons belonging to that sex hold positions on each of the governing bodies.

As at the date of this report, the Company does not meet the gender criterion: the share of the under-represented gender in the Company's governing bodies totals 20 per cent (2 out of 10 positions), whilst the figure closest to 33 per cent for 10 positions is 3 positions, and there are no members of that gender on the Management Board.

The Company notes that, during the reporting period covered by this report, it had no statutory obligation to ensure gender balance within its governing bodies or to take measures to that end. The Management Board emphasises that the Company intends to pursue the objective of gender balance gradually and in accordance with applicable regulations, in particular as changes occur in the composition of its governing bodies.

## 4. Measures taken to ensure gender balance

### 4.1. Gender Balance (Equal Treatment) Policy

Following the entry into force of the Act, the Company has drawn up a Gender Balance Policy for the Management Board and Supervisory Board of BIOTON S.A. ('the Policy'). The draft Policy is currently undergoing an internal approval process.

In accordance with the applicable regulations, the Policy will be submitted for adoption by way of a resolution at the next General Meeting of the Company to be convened. Once adopted, the Company will publish the Policy on its website.

The Policy will set out, in particular: the rules governing the selection process for specific positions within the Company's governing bodies, designed to meet statutory requirements; the rules for nominating candidates for positions within the Company's governing bodies; career development programmes for women and men; and the human resources management strategy.

### 4.2. Criteria and procedure for selecting candidates

The Company will endeavour to ensure that, in the event of future changes to the composition of the Management Board and the Supervisory Board, clear, neutrally worded, unambiguous and non-discriminatory selection criteria—defined prior to the start of the process and taking into account the candidates' qualifications as well as the need to ensure gender balance—are applied.

Where a choice must be made between candidates with equivalent qualifications, priority will be given to the candidate belonging to the under-represented gender, unless, in exceptional cases, other relevant diversity principles laid down in legislation—based on objective, non-discriminatory criteria and taking into account the candidate's specific circumstances—warrant the selection of a candidate of the opposite gender. The company shall also ensure that candidates are provided, upon request, with information on the selection criteria applied, the comparative assessment and its justification, and, in the event of a decision not to appoint a candidate belonging to an under-represented gender, also on the reasons for this decision and the qualifications of the candidate appointed to the post.

### 4.3. Further measures

The Company will endeavour to gradually increase the representation of the under-represented gender on its governing bodies, including by:

- taking the principle of gender balance into account in succession planning and candidate recruitment processes,
- encouraging shareholders entitled to nominate candidates to take the criterion of gender balance into account,
- monitoring and assessing progress towards the Policy's objectives on an annual basis.

## 5. Plan for achieving gender balance

In view of the forthcoming changes to the composition of the Company's governing bodies, the Company will strive to achieve the required level of gender balance, including ensuring the presence of representatives of the under-represented gender on the Management Board. The Management Board will report on progress in subsequent annual reports.

## 6. Publication and submission of the report

The report will be made available on the Company's website immediately upon its preparation and submitted to the relevant government body responsible for implementing the principle of equal treatment. The first report must be submitted by 31 October 2026.

The Management Board of BIOTON S.A.