

**PRESS RELEASE**

19 November 2024

**InPost S.A. obtaining information on concluding earn-out agreement by the CEO, Rafał Brzoska and PPF NIPOS B.V.**

- **On 19 November 2024 the CEO and PPF Nipos have entered into the Earn-out Agreement, which is aimed at setting out the rules for the potential earn-out due to the CEO from PPF Group.**
- **The value of the earn-out due to the CEO shall vary and depend mainly on the PPF Group's cash-on-cash return at exit, IRR and the date of the exit.**

InPost S.A.'s ("**InPost**") management board has been informed by its CEO, Mr. Rafał Brzoska ("**CEO**") that he has concluded on 19 November 2024 with PPF Nipos B.V. ("**PPF Nipos**"), being a subsidiary of InPost's major shareholder PPF Group N.V. ("**PPF Group**") an earn-out agreement ("**Earn-out Agreement**") setting out rules of incentives for the CEO resulting from any potential future exit from the investment in InPost shares by PPF Group. The Earn-out Agreement does not include an undertaking for PPF Group to divest its participation in InPost within a certain timeframe.

The terms of the Earn-out Agreement foresee the rules for determining the applicability and the scale of the due earn-out in case of PPF Group's disinvestment from InPost. The earn-out is triggered only if PPF Group realizes at exit more than 2x of the PPF Group's entry costs. In case this initial criterion is met, CEO shall be entitled to a percentage of any proceeds distributable to PPF Group. Share of the earn-out amount in the total exit proceeds received by PPF Group varies and becomes greater if the total cash-on-cash return and IRR extends the set levels. Additionally, the earn-out value varies depending on the time of the disinvestment made by PPF Group. In case no exit occurs prior to the expiry of the earn-out scheme, CEO can be entitled to an earn-out in case the initial criterion of cash-on-cash return greater than 2 is met. In such case, the earn-out value shall be calculated under the assumption that the market value of shares in InPost owned by PPF Group, based on volume weighted average trading price per share on the Euronext measured over 6 preceding calendar months, shall be considered exit proceeds.

## About InPost S.A.

InPost (Euronext Amsterdam: INPST) has revolutionised e-commerce parcel delivery in Poland and is now one of Europe's leading OOH e-commerce enablement platforms. Founded in 1999 by Rafał Brzoska, InPost provides delivery services through our network of more than 43,800 Automated Parcel Machines (APMs) and almost 35,000 pick-up drop-off points (PUDO) in nine countries across Europe, as well as to-door courier and fulfilment services to e-commerce merchants. InPost's locker machines provide consumers with a cheaper and more flexible, convenient, environmentally friendly and contactless delivery option.

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