



# PHILIP MORRIS ČR

The Board of Directors of  
**Philip Morris ČR a.s.**,  
whose registered office is in Kutná Hora, Vítězná 1, postcode: 284 03,  
identification number: 14803534,  
registered in the Commercial Register maintained by the Municipal Court in Prague,  
File No. B 627  
(the "Company")

**hereby convenes**  
**AN ORDINARY GENERAL MEETING**  
(the "General Meeting")

of its shareholders, which will take place at 10:00 a.m. on 29 May 2026, at the Company's registered office stated above, with the following agenda:

1. Opening of the General Meeting;
2. Election of the Chairperson of the General Meeting, Minutes Clerk, Minutes Verifiers and Scrutineers, and approval of the Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting;
3. The Report of the Board of Directors on the Business Activities of the Company, the Report on Relations between the Controlling Entity and the Controlled Entity and between the Controlled Entity and the Entities Controlled by the Same Controlling Entity, the Report on Corporate Governance of the Company and the Summary Explanatory Report concerning certain matters mentioned in the 2025 Annual Financial Report of the Company, the consolidated sustainability statement for 2025, the proposal for the approval of the 2025 ordinary financial statements and the 2025 ordinary consolidated financial statements, and the proposal for the distribution of profit for the year 2025, including an indication of the amount of profit shares;
4. The Supervisory Board Report;
5. Approval of the 2025 ordinary financial statements and the 2025 ordinary consolidated financial statements, and the proposal for the distribution of profit for the year 2025, including an indication of the amount of profit shares;
6. Approval of the 2025 Remuneration Report;
7. Election of Mr. Maurizio Lionetti, Mr. Petr Šebek, Mr. Cemal Berk Temuroglu and Ms. Milica Abella as members of the Board of Directors and approval of the Agreements on the Performance of the Office of Members of the Board of Directors; election of Mr. Vladimir Petrenko as a member of the Supervisory Board, and approval of the Agreements on the Performance of the Office of Members of the Supervisory Board;
8. Appointment of the Company's auditor; and
9. Closing of the General Meeting.

**Draft resolutions to the individual points on the agenda of the General Meeting and reasonings of the draft resolutions are set out below.**

The Board of Directors of the Company informs the shareholders that this Invitation **is not sent** to the shareholders at their home or registered office addresses any more.

In accordance with the current wording of the Company's Articles of Association, the General Meeting is convened by publication of the invitation to the General Meeting on the Company's website <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part related to the 2026 General Meeting and by official publication of the invitation to the General Meeting in the Commercial Bulletin.

## **DATE DECISIVE FOR THE ATTENDANCE AT THE GENERAL MEETING**

In the case of the Company's book-entered shares, any shareholder listed in an extract from the Issue Register of the Company, i.e. in the register of the Company's book-entered securities maintained in accordance with a special legal regulation, as at the date decisive for the attendance at the General Meeting, i.e. **22 May 2026** (the "**Decisive Date**"), is entitled to attend the General Meeting and exercise its shareholder rights at it, i.e. also to vote at the General Meeting, whether directly or through a proxy (representative). In the case of the Company's certificated shares, any shareholder listed in the list of the Company's shareholders as at the Decisive Date, i.e. **22 May 2026**, is entitled to attend the General Meeting and exercise its shareholder rights at it, i.e. also to vote at the General Meeting, whether directly or through a proxy (representative) (unless it is proven that the relevant entry in the list of the Company's shareholders fails to reflect the actual state of affairs as at that date).

The significance of the Decisive Date is that it determines who is entitled to attend the General Meeting and exercise shareholder rights, i.e. also to vote, at the General Meeting.

## **ATTENDING THE GENERAL MEETING AND PROOF OF AUTHORITY TO ACT ON BEHALF OF OR REPRESENT THE SHAREHOLDERS**

Shareholders shall attend the General Meeting either in person or through a proxy. Pursuant to the Articles of Association and Section 399 (2) of the Act No. 90/2012 Coll., on Companies and Cooperatives (the Corporations Act), as amended (the "**Corporations Act**"), the attendance of any other person designated by a shareholder shall not be permitted, with the exception of attendance of a person providing assistance to a shareholder with a disability.

Shareholders' representatives must be authorised to attend the General Meeting and to exercise their rights at the General Meeting by persons who were the Company's shareholders as at the Decisive Date. This authorisation must be granted by means of a written power of attorney bearing an officially verified signature and stating whether the power of attorney is granted for representation at the particular General Meeting only or also for representation at several General Meetings. Shareholders may also notify the Company electronically that a power of attorney has been granted to represent a shareholder at the General Meeting or that a power of attorney has been revoked in a manner set out below.

Any person registered as at the Decisive Date in the register of investment instruments or in the Issue Register of the Company, i.e. in the register of book-entered securities maintained in accordance with a special legal regulation, as an administrator or as a person authorised to exercise the rights attached to the shares, is deemed entitled to represent the relevant shareholder and exercise any and all rights attached to the shares of the Company kept on the relevant account, which includes attending and voting at the General Meeting. Instead of a power of attorney, this person shall submit an extract from the register of investment instruments; this is not necessary if the Company itself requests the provision of an extract from the respective register for such purposes. A person's authorisation to represent the shareholder and exercise the shareholder's rights must be indicated in the relevant extract from the register of investment instruments or the register of book-entered securities.

The registration of the shareholders at the General Meeting will commence at **8:30 a.m.** at the venue of the General Meeting. At the registration, the shareholders, their representatives or any persons providing assistance to shareholders with disabilities must present valid proofs of their identity. Any person authorised to act on behalf of a shareholder who is a legal entity must further submit either the current original or a certified copy of an extract from the Commercial Register or another document (not older than 3 months) proving the existence of the legal entity and the right to act on its behalf. A proxy of a shareholder (other than a trustee or a person entitled to exercise rights associated with shares recorded in the register of investment instruments or the register of book-entered securities) must also submit a written power of attorney with the principal's officially verified signature, unless the authorisation has been properly communicated to the Company electronically as set out below. A representative whose right to act on behalf of a shareholder is based on circumstances other than authorisation must present documents proving such right.

Any documents by which the shareholder or the shareholder's representative proves his/her/its identity, which are produced by foreign authorities or institutions or to which certification clauses of such foreign

authorities or institutions are attached, shall contain another certification for their use in the Czech Republic, i.e. shall be superlegalised or provided with an apostille or any other clause (certification) which is required in official contact by the Czech authorities for similar foreign documents (or certifications), except for documents that have been issued or certified in a country with which the Czech Republic has concluded a legal assistance agreement (or a similar agreement), under which no superlegalisation or apostille is required. If any such documents, clauses or certifications are made out in a foreign language (with the exception of the Slovak language), an official translation thereof into the Czech language shall also be attached.

The Board of Directors of the Company informs the shareholders that templates (forms) of the power of attorney documents for representation of shareholders at the General Meeting are published in a manner allowing for remote access on the following website: <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting. The power of attorney forms are also available in printed form at the Company's registered office. A shareholder has the right to request that a power of attorney form be sent to the shareholder in printed form or electronically at the shareholder's own expense and risk. The Company will accept electronic notifications stating that a power of attorney has been granted to represent a shareholder at the General Meeting or that a power of attorney has been revoked by the relevant principal at the following email address: [philipmorris.cz@pmi.com](mailto:philipmorris.cz@pmi.com). Such a notice must be accompanied by a guaranteed electronic signature based on a qualified certificate for electronic signature or a qualified electronic signature within the meaning of Act No. 297/2016 Coll., on Trust Services for Electronic Transactions, as amended (the "**Act on Trust Services for Electronic Transactions**"). If the notification regarding the granting or revocation of a power of attorney does not allow the Company to assess compliance of the power of attorney or its revocation with legal requirements or to clearly identify the signed person (particularly if a guaranteed electronic signature based on a qualified certificate for electronic signature or a qualified electronic signature within the meaning of Act on Trust Services for Electronic Transactions is missing), the Company is entitled to request additional information to prove the representation of the shareholder or his/her/its revocation. If the shareholder's notice regarding the granting of a power of attorney for representation at the General Meeting meets all the prescribed requirements, the Company will not require the submission of the power of attorney upon shareholder registration.

## **VOTING RIGHT**

In accordance with Corporations Act and the Company's Articles of Association, any shareholder shall be entitled to attend and vote at the General Meeting.

The condition for the exercise of a voting right by a shareholder is the entry of that shareholder's beneficial owner in the register of beneficial owners in accordance with Act No. 37/2021 Coll., on Register of Beneficial Owners, as amended (the "**Act on Register of Beneficial Owners**"), if the shareholder is obliged to arrange for the entry of the beneficial owner.

## **EXTRACT FROM THE REGISTER OF BENEFICIAL OWNERS**

As of 18 December 2025, the Register of Beneficial Owners is no longer accessible to the public. Following the restriction of access by the Ministry of Justice, the Register of Beneficial Owners is accessible only to a limited group of persons, in particular to public authorities, to 'obliged entities' performing duties under Act No. 253/2008 Coll., on Certain Measures against Money Laundering and Terrorist Financing, and to other persons authorised by law upon request.

As a result of this restriction, it is currently not possible to fully and effectively verify, for all purposes, the registration of the shareholders' beneficial owner(s) in the Register of Beneficial Owners in the manner used to date. Given that the registration of a beneficial owner in the Register of Beneficial Owners (for shareholders who are obliged to arrange for such registration) is, according to the applicable legal regulations, a condition both for the exercise of voting rights at the General Meeting and for the payment of a profit share, the Company, in accordance with the Articles of Association (Article 6 (4) and Article 23 (6)), hereby invites its shareholders, who are obliged to register a beneficial owner in the Register of Beneficial Owners, to proceed as follows:

- a) if the registration of the shareholder's beneficial owner in the Register of Beneficial Owners occurred only after the Decisive Date (i.e., the shareholder had no beneficial owner registered in the Register

before the Decisive Date), such shareholder shall provide, upon registration for the General Meeting, an original or a certified copy of a current extract from the Register of Beneficial Owners proving the registration of the beneficial owner in this Register; should the shareholder fail to provide such an extract, he/she/it shall not be permitted to exercise their voting rights;

- b) for the purpose of the payment of a profit share, such shareholder shall submit, together with the other required documents, an original or a certified copy of a current extract from the Register of Beneficial Owners not older than one month as at the date of the payment of the profit share, as well as the shareholder's statement signed by a person authorised to represent the shareholder confirming the accuracy and currency of the data registered in the Register of Beneficial Owners and stated in the submitted extract (or that the shareholder has a beneficial owner registered in the Register of Beneficial Owners). If the shareholder fails to submit these documents, the profit share shall not be paid.

Further information regarding the submission of a current extract from the Register of Beneficial Owners and the related declaration for the purpose of the payment of a profit share will be available to the shareholders as part of the supporting documents to be published on the Company's website: <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part related to the 2026 General Meeting.

### **OTHER RIGHTS OF SHAREHOLDERS**

A shareholder is entitled to require and obtain from the Company explanations at the General Meeting in respect of matters relating to the Company and the parties controlled by the Company, should any such explanations be necessary for assessing matters included in the agenda of the General Meeting or for exercising their shareholder rights at the General Meeting. A shareholder may file a request for explanation pursuant to the preceding sentence in writing. The request must be filed after the publication of this Invitation to the General Meeting and before the date on which the General Meeting is to be held.

The Company will provide the explanation of matters relating to the relevant General Meeting to the shareholder directly at the General Meeting. If this is not possible due to the complexity of the explanation, the Company will provide the explanation to all shareholders within 15 days after the date of the General Meeting, even if this is no longer necessary for the consideration of actions of the General Meeting or for the exercise of shareholder rights at the General Meeting, by publishing it on the website of the Company.

The information contained in the explanation must be clear and must provide a sufficient and true view of the enquiry concerned. The explanation may be provided in the form of a summary response to several similar issues. It shall be deemed that shareholders have been provided with the explanation even if the information is published on the Company's website no later than on the day preceding the date of the General Meeting and is available to the shareholders at the venue of the General Meeting. If the information is provided to a shareholder, any other shareholder is entitled to request this information even without adhering to the procedure for exercising the right to explanation as described above.

The Board of Directors may refuse to provide an explanation in part or in full if its disclosure could harm the Company or entities controlled by the Company or if it represents inside or secret information governed by another legal regulation, or if the requested explanation is publicly available. The Board of Directors will consider whether the conditions for the refusal to provide an explanation have been fulfilled and will notify the shareholder of the reasons for the refusal. The notification of the refusal to provide an explanation will be part of the minutes of the General Meeting.

The shareholders have the right to ask the Supervisory Board to determine that the conditions for refusing to provide an explanation did not occur and the Board of Directors is obliged to provide the explanation to the respective shareholder. The Supervisory Board will decide on the shareholder's request directly at the General Meeting or, if this is impossible, within five business days of the date of the General Meeting. If the Supervisory Board disagrees with the provision of the explanation or if it does not provide its statement within the aforementioned time limit of five business days or in the situation where the Company's Board of Directors has not provided the information despite the

Supervisory Board's instruction, or the Company's Board of Directors has informed the shareholder that it will provide the explanation within 15 days after the General Meeting and has still not done so, the decision as to whether the Company is obliged to provide the information will be taken by a court upon a motion filed by the shareholder. The right to file a motion to instigate such proceedings can be exercised before a court within one month of the date of the General Meeting at which the provision of explanation was refused, or of the refusal or failure to provide information within the time limit specified in Section 358 (1) of the Corporations Act (i.e. within 15 days of the date of the General Meeting); no consideration will be given to any rights exercised later. The provisions of special legal regulations regarding the protection of information are not affected by this.

A shareholder may file proposals and counterproposals in relation to the matters included in the agenda of the General Meeting and to file protests. Any proposals and counterproposals delivered to the Company no later than three days before the General Meeting shall be published by the Board of Directors without undue delay on the Company's website. If the proposals and counterproposals contain justifications, the Board of Directors shall also publish these justifications along with them. If the proposals and counterproposals are delivered no later than five days before the General Meeting, the Board of Directors shall also publish its opinion on the received proposals and counterproposals without undue delay.

Upon request of a shareholder or shareholders holding shares with a total nominal value of at least 1% of the Company's registered capital, the Board of Directors of the Company will include a matter proposed by that shareholder (those shareholders) in the agenda of the General Meeting, provided that the request is delivered to the Board of Directors no later than 10 days before the date decisive for the attendance at the General Meeting and that a resolution is proposed with respect to each matter or that a reasoning for the inclusion of the matter included in the agenda is provided. If a request is delivered after the publication and distribution of the invitation to the General Meeting, the Board of Directors will publish the amendment of the agenda of the General Meeting no later than five days before the date decisive for the attendance at the General Meeting in the manner stipulated in the Corporations Act and the Articles of Association regarding the convocation of the General Meeting.

Matters not included in the agenda of the General Meeting may be discussed or resolved at the General Meeting only if all shareholders express their consent to that.

In accordance with Section 121i (1) of Act No. 256/2004 Coll., on Capital Market Undertakings, as amended (the "**Capital Market Undertakings Act**"), the Company shall send to the shareholder or a person authorised by the shareholder, upon request, information on whether and how the shareholder's votes were counted in the voting at the General Meeting. The Company is not obliged to comply with a request for information if the information is already available to the shareholder or the person authorised by the shareholder or if the request for information is received more than three months after the date of the General Meeting.

The Company issued 1,913,698 book-entered registered shares and 831,688 certificated registered shares, i.e. together 2,745,386 shares with a nominal value of CZK 1,000 per share as at the date of publication of this Invitation. When voting at the Company's General Meeting, one vote is attached to each share of the Company, i.e. the total number of votes as at the date of publication of the Invitation is 2,745,386. A shareholder may not exercise voting rights in cases provided for by law. Voting is done by ballot; the shareholders will receive the ballots when registering in the attendance list. The General Meeting will first vote on proposals submitted by the Board of Directors or the Supervisory Board. If no proposals are approved or submitted, votes will be taken on (counter) proposals submitted by shareholders. Shareholders are not obliged to exercise the voting rights attached to all of their shares in the same way; this also applies to their representatives (attorneys).

In accordance with the Corporations Act, the Board of Directors has prepared the Report on Relations between the Controlling Entity and the Controlled Entity and between the Controlled Entity and the Entities Controlled by the Same Controlling Entity (the "**Report on Relations**"). The Report on Relations (which has been verified by an auditor) indicates that the Company as a controlled entity suffered no harm as a result of the influence exercised by Philip Morris Holland Holdings B.V. as the controlling entity in the 2025 accounting period.

A summary of information regarding a proposal for the distribution of the Company's profit generated in 2025, including an indication of the amount of shares in the Company's profit, the date of their payment and information concerning the financial institution which will make the payment of profit shares, forms Schedule 1 to this Invitation.

The shares in the Company's profit for the year 2025 will be paid to the Company's shareholders as follows: in the case of book-entered shares, to those that were listed in the extract from the Issue Register of the Company, i.e. in the register of book-entered securities maintained in accordance with a special legal regulation as at the date decisive for the exercise of the right to a profit share, i.e. **8 June 2026** (the "**Decisive Date for Exercising Profit Share Rights**"), and in the case of certificated shares, to those that were listed in the list of the Company's shareholders as at the Decisive Date for Exercising Profit Share Rights (unless it is proven that the relevant entry in the list of the Company's shareholders fails to reflect the actual state of affairs as at that date).

All documents and information relating to the General Meeting, including the Annual Financial Report, the ordinary financial statements, the ordinary consolidated financial statements and main data from those financial statements, which are to be published pursuant to Section 120b (1) (a), (b), and (d) to (f) of the Capital Market Undertakings Act, as well as the forms of the power of attorney documents for representation of the Company's shareholders at the General Meeting will be available for view and can be obtained at the Company's registered office, i.e. in Kutná Hora, Vítězná 1, postcode: 284 03, from 28 April 2026 to 29 May 2026, always on business days from 2:00 p.m. to 5:00 p.m. All the above information and documents are also published in a manner allowing for remote access on the following website: <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part related to the 2026 General Meeting.

Information for shareholders, including printed background materials for the proceedings at the General Meeting, will be available at the information centre at the venue of the General Meeting.

#### **Draft resolutions on the individual points of the agenda of the General Meeting and their reasoning**

**Re point 2 of the agenda** (Election of the Chairperson of the General Meeting, Minutes Clerk, Minutes Verifiers and Scrutineers, and approval of the Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting)

##### Draft resolution:

Mgr. Martin Hájek is elected as the Chairperson of the General Meeting.

Zuzana Dušková is elected as the Minutes Clerk of the General Meeting.

The following persons are elected as the Minutes Verifiers of the General Meeting:

- (i) Milan Vácha; and
- (ii) Beata Pöthe.

The following persons are elected as the Scrutineers of the General Meeting:

- (i) Petr Brant; and
- (ii) Ing. Martin Hlaváček.

##### Reasoning:

The proposal for filling in the positions of the General Meeting's bodies is based on the requirements set out in the Corporations Act and the Company's Articles of Association and follows upon the hitherto practice of the Company. In view of their qualifications and experience, the Board of Directors considers the proposed persons to be suitable candidates for holding the offices specified above.

Draft resolution:

The General Meeting approves the Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting of Philip Morris ČR a.s. in the wording submitted by the Board of Directors of the Company, which forms Schedule 2 to this Invitation to the General Meeting.

Reasoning:

The Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting represent an instrument foreseen by the Company's Articles of Association and, at the same time, a standard instrument used at the Company's General Meetings. The wording proposed by the Board of Directors is based on the hitherto practice of the Company and the requirements set out in the Corporations Act and the Company's Articles of Association. The draft Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting form an integral part of this Invitation and its Schedule 2.

**Re point 3 of the agenda** (The Report of the Board of Directors on the Business Activities of the Company, the Report on Relations between the Controlling Entity and the Controlled Entity and between the Controlled Entity and the Entities Controlled by the Same Controlling Entity, the Report on Corporate Governance of the Company and the Summary Explanatory Report concerning certain matters mentioned in the 2025 Annual Financial Report of the Company, the consolidated sustainability statement for 2025, the proposal for the approval of the 2025 ordinary financial statements and the 2025 ordinary consolidated financial statements, and the proposal for the distribution of profit for the year 2025, including an indication of the amount of profit shares)

Statement of the Company's Board of Directors:

Similarly as in previous years, the Board of Directors of the Company has prepared and submits to the shareholders the Report on the Business Activities of the Company. Furthermore, in accordance with the requirement set out in Section 118 (6) of the Capital Market Undertakings Act, the Board of Directors submits to the shareholders the Report on Corporate Governance and the Summary Explanatory Report concerning certain matters pursuant to Section 118 (4) and (5) of the Capital Market Undertakings Act. The Report on Corporate Governance, including the Summary Explanatory Report as well as the Report on Relations between the Controlling Entity and the Controlled Entity and between the Controlled Entity and the Entities Controlled by the Same Controlling Entity (the "**Report on Relations**"), prepared pursuant to Section 82 *et seq.* of the Corporations Act, are all contained in the Annual Financial Report of the Company for the 2025 calendar year accounting period.

The Board of Directors has also arranged for the preparation of the ordinary financial statements of the Company for the 2025 calendar year accounting period, of the ordinary consolidated financial statements of the Company for the 2025 calendar year accounting period and the consolidated sustainability statement for 2025, and for the verification of these documents by an auditor, in accordance with the relevant legal and accounting regulations requiring the preparation of these documents. The Board of Directors submits the above-mentioned documents, which are also part of the 2025 Annual Financial Report of the Company, to the General Meeting for discussion. No voting is presumed under this point of the agenda.

The Company's economic result for the 2025 calendar year accounting period is a profit of CZK 3,026,002,216.02.

The Board of Directors proposes that the General Meeting of the Company approves the ordinary financial statements of the Company for the 2025 calendar year accounting period, the ordinary consolidated financial statements of the Company for the 2025 calendar year accounting period, and the proposal for the distribution of profit for the year 2025, including an indication of the amount of profit shares.

#### **Re point 4 of the agenda** (The Supervisory Board Report)

##### Statement of the Company's Board of Directors:

The purpose of this point of the agenda is to provide the results of the Supervisory Board's supervisory activities and a report on the results of its review of the Report on Relations for the year 2025, which will be presented by an authorised member of the Supervisory Board of the Company within the meaning of the requirements of Sections 83 (1), 447 (3) and 449 (1) of the Corporations Act.

During the entire 2025 calendar year, the Supervisory Board of the Company monitored and evaluated the development and management of the Company's activities, in particular its financial position and activities in this area. Within its supervisory activities, the Supervisory Board also closely cooperated with another body of the Company, the Audit Committee, in all matters falling within the scope of competence of these two bodies, including the appointment of the statutory auditor, the results of the statutory (mandatory) audit and verification of the consolidated sustainability statement for 2025. Based on its findings, the Supervisory Board prepared a report on the results of its activities in the 2025 calendar year accounting period in accordance with the legal regulations in force and the Company's Articles of Association, which it submits to the General Meeting for discussion and acknowledgement. In its report, the Supervisory Board states that it has not ascertained any failings and that it has no objections regarding the business activities, operation and activities of the Company or its bodies that are subject to supervisory activities of the Supervisory Board. In accordance with the legal regulations in force, the Supervisory Board has also reviewed the Report on Relations prepared for the year 2025, the 2025 ordinary financial statements, the 2025 ordinary consolidated financial statements, including the proposals of the Board of Directors for their approval, and the proposal for the distribution of profit for the year 2025, including an indication of the amount of profit shares. The Board of Directors declares that the Supervisory Board has not raised any objections to the above-mentioned documents. In the opinion of the Supervisory Board, the above-mentioned documents have been prepared in a due manner, in accordance with the applicable legal regulations and the Company's Articles of Association. No voting is presumed under this point of the agenda.

**Re point 5 of the agenda** (Approval of the 2025 ordinary financial statements, the 2025 ordinary consolidated financial statements, and the proposal for the distribution of profit for the year 2025, including an indication of the amount of profit shares)

##### Draft resolution:

The ordinary financial statements of the Company for the 2025 calendar year accounting period are hereby approved in the wording submitted by the Company's Board of Directors in the form of their publication on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting, as part of the Annual Financial Report.

The ordinary consolidated financial statements of the Company for the 2025 calendar year accounting period are hereby approved in the wording submitted by the Company's Board of Directors in the form of their publication on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting, as part of the Annual Financial Report.

The following distribution of the profit for the year 2025 is approved:

From the Company's after-tax profit for the 2025 calendar year accounting period in the amount of CZK 3,026,002,216.02, the part in the amount of CZK 3,019,924,600.00, will be paid to the Company's shareholders as profit shares (dividends). The remaining part of the profit in the amount of CZK 6,077,616.02, will be transferred to the account of the Company's retained earnings from prior years. The retained earnings of the Company from prior years in the amount of CZK 43,195,110.39 will remain undistributed. A gross profit share in the amount of CZK 1,100 will thus apply to each share of the Company with a nominal value of CZK 1,000, with the total number of these shares being 2,745,386. The date decisive for exercising profit share rights is 8 June 2026, i.e. the profit shares will be paid to shareholders who will hold shares of the Company as at 8 June 2026.

Shareholders will be paid their profit shares through Česká spořitelna, a.s., a company whose registered office is in Prague 4, Olbrachtova 1929/62, postcode: 140 00, identification number: 452 44 782, registered in the Commercial Register maintained by the Municipal Court in Prague, File No. B 1171.

Shareholders will be invited to send their settlement data and other supporting documents to Česká spořitelna, a.s. for the purpose of payment of their profit shares via the "Notification of the Payment of Proceeds from Securities", which will be published on 12 June 2026 in a manner allowing for remote access on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting, and which will further stipulate more detailed instructions necessary for the payment of the profit shares.

Profit shares will be paid to the shareholders who are **individuals** during the set payment period only by wireless money transfer to the shareholders' bank accounts specified in the list of shareholders maintained by the Company, or in the register of book-entered securities in the case of book-entered shares, after the shareholders submit all the necessary documents. If the relevant bank account number is not entered in the list of shareholders or in the register of book-entered securities (or the number is not up-to-date), the relevant profit share will be paid to the bank account which the shareholder notifies to the Company through Česká spořitelna, a.s. for this purpose.

Shareholders who are individuals with a tax domicile in the Czech Republic and a bank account maintained with a bank in the Czech Republic that provides its clients with electronic identity verification in the form of a bank identity, the "Bank iD", may also be paid their profit shares on the basis of a request by the relevant shareholder submitted via the web application of Česká spořitelna, a.s. on the website [www.vyplatadividend.cz](http://www.vyplatadividend.cz) using identity verification in the form of the Bank iD. For the avoidance of doubt, it is stated that the payment of profit shares for the year 2025 in the aforementioned manner may be requested as of 13 July 2026 from 8:00 a.m. (i.e. from the beginning of the payment period set out below).

Profit shares will be paid to the shareholders who are individuals after the shareholders submit all the necessary documents, including a declaration by the beneficial (ultimate) owner of the income and, if a shareholder who is a tax resident of a country other than the Czech Republic requests the application of a special withholding tax rate, also after the shareholder submits a certificate of tax domicile.

The maturity date of the profit shares is set at **13 July 2026**. The payment period will last **from 13 July 2026 to 31 March 2027**. The "Notifications of the Payment of Proceeds from Securities" and information on the required documents will be published on the Company's website <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part related to the 2026 General Meeting, and will also be provided by Česká spořitelna, a.s.

Shareholders who are legal entities will also be paid profit shares through Česká spořitelna, a.s., in accordance with the defined rules.

Profit shares will be paid to the shareholders who are **legal entities** only by wireless money transfer to the shareholders' bank accounts specified in the list of shareholders maintained by the Company, or in the register of book-entered securities in the case of book-entered shares. If the relevant bank account number is not entered in the list of shareholders or in the register of book-entered securities (or the number is not up-to-date), the relevant profit share will be paid to the bank account which the shareholder notifies to the Company through Česká spořitelna, a.s. for this purpose. Shareholders who are legal entities (or legal arrangements) will only be paid their profit shares after the shareholders fulfil the statutory conditions for the payment of profit shares (including the registration of the beneficial owner of each particular shareholder who is a legal entity (or legal arrangement) in the Register of Beneficial Owners (hereinafter referred to as the "**Czech Beneficial Owner Register**") in accordance with Section 53 (2) of the Act on Register of Beneficial Owners, if the shareholder is obliged to arrange for the registration of the beneficial owner or if the provisions of the above Act and the obligation to register the beneficial owner in the Czech Beneficial Owner Register applies to the shareholder), as well as after supplying all other required supporting documents, together with a current extract from the Czech Beneficial Owner Register not older than one month as at the date of payment of the share in profit, as well as a declaration of the shareholder confirming the accuracy and currency of the data recorded in the Czech Beneficial Owner Register in the manner specified in the dividend payment request published on the Company's website <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part

related to the 2026 General Meeting. If a shareholder who is a tax resident of a country other than the Czech Republic requests the application of a special withholding tax rate, the shareholder is also obliged to submit the certificate of tax domicile.

Česká spořitelna, a.s. will check the documents submitted by the shareholder relating to the existence of the registration of the beneficial owner in the Czech Register of Beneficial Owners, in accordance with Section 53 (2) of the Act on the Register of Beneficial Owners, and thus the shareholder's entitlement to the payment of a share in profit. If the shareholder fails to submit the required documents, in particular with regard to the existence of the registration of the beneficial owner, the share in profit will not be paid to the shareholder. Shareholders who have no beneficial owner registered as at the date of payment of profit shares by Česká spořitelna, a.s. will not be paid their profit shares. If a profit share is not paid to the relevant shareholder (legal arrangement) due to the absence of registration of its beneficial owner in the Czech Beneficial Owner Register **by 31 December 2026, the right to that profit share will cease to exist** (Sections 53 (2) and (3) of the Act on Register of Beneficial Owners).

A shareholder claiming a profit share or its payment within a payment period after 31 December 2026 must demonstrate and prove that its right to a profit share **has not ceased to exist** due to the absence of registration of its beneficial owner in the Czech Beneficial Owner Register **by 31 December 2026**. Otherwise, the profit share will not be paid to that shareholder due to the fact that the shareholder's right to that payment has ceased to exist.

Contact persons at Česká spořitelna, a.s.:

Department 3780 – Business support Fis&FM Products  
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**Česká spořitelna, a.s.**  
**Department 3780 – Business support Fis&FM Products**  
**Budějovická 1518/13b**  
**140 00 Prague 4**

Reasoning:

Discussion and approval of the ordinary financial statements and ordinary consolidated financial statements is based on the requirements set out in the Corporations Act and the Company's Articles of Association. The Company has an obligation to annually prepare the above-mentioned documents and the Board of Directors submits the documents for approval to the General Meeting of the Company in accordance with the Corporations Act and the Articles of Association. The particular ordinary financial statements and ordinary consolidated financial statements for the 2025 calendar year accounting period give a true and fair view of the affairs and asset transfers and of other assets, liabilities and other liability items, expenses and earnings and economic results of the Company and the consolidated unit of the Company. The ordinary financial statements and ordinary consolidated financial statements for the 2025 calendar year accounting period have been approved by the auditor of the Company without any reservations and reviewed by the Supervisory Board, which has not found any deficiencies and, therefore, recommended them to the General Meeting for approval (see the Supervisory Board's Report under point 4 of the agenda of the General Meeting). The ordinary financial statements and ordinary consolidated financial statements for the 2025 calendar year accounting period are **included in the Annual Financial Report**. The Annual Financial Report is published in a manner allowing for remote access on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting.

The authority to adopt resolutions on the distribution of the Company's profit lies with the Company's General Meeting under the Corporations Act and the Company's Articles of Association. A share in profit is determined (indicated) on the basis of the ordinary financial statements approved by the Company's General Meeting. The Board of Directors proposes to distribute the profit for the year 2025 in the amount which corresponds to the requirements of the Corporations Act and the Company's Articles of Association. The amount of the profit to be distributed is stated in the proposed resolution. This draft resolution specifies the amount of the profit share per each share as well as other information for payment of the profit shares, i.e. the date decisive for exercising profit share rights. In the view of the Board of Directors, the proposed amount of the profit shares to be paid out reflects the achieved economic results, financial possibilities and needs of the Company; in particular, the exercise of the shareholder rights to payment of the profit shares will not hinder any existing or anticipated activities of the Company. The Supervisory Board has reviewed the Board of Directors' proposal and recommends it to the General Meeting for approval (see the Supervisory Board's Report under point 4 of the agenda of the General Meeting).

The requirement to enter the beneficial owner in the Czech Beneficial Owner Register applicable to any shareholder who is obliged to arrange for such entry, as a condition for payment of a profit share, reflects the provisions of Act on Register of Beneficial Owners.

**Re point 6 of the agenda** (Approval of the 2025 Remuneration Report)

Draft resolution:

The 2025 Remuneration Report is hereby approved in the wording submitted by the Board of Directors of the Company, which forms Schedule 3 to the Invitation to the General Meeting.

Reasoning:

In accordance with Section 121o of the Capital Market Undertakings Act, the Company has prepared a report on remuneration of the Company's members of the Board of Directors and the Supervisory Board for the 2025 calendar year accounting period, which provides an overview of the remuneration granted or payable during the 2025 calendar year accounting period to the members of the Board of Directors and the Supervisory Board directly by the Company or by any company of the Philip Morris group. The submitted Remuneration Report follows the Remuneration Policy, which was approved by the Company's General Meeting on 30 April 2024 as well as the previous remuneration policy approved on 1 July 2020, which was effective until 30 April 2024. The submitted Remuneration Report has been audited in accordance with law. In accordance with the requirement of Section 121o (3) of the Capital Market Undertakings Act, the Board of Directors submits the 2025 Remuneration Report to the General Meeting for approval.

The Remuneration Report serves to inform the shareholders of the actual remuneration paid to the members of the Board of Directors and the Supervisory Board. The 2025 Remuneration Report submitted by the Board of Directors to the General Meeting for approval is published in a manner allowing for remote access at the following website: <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting. The 2025 Remuneration Report is also available for view to each shareholder free of charge at the registered office of the Company, i.e. in Kutná Hora, Vítězná 1, postcode 284 03, from 28 April 2026 to 29 May 2026, always on business days between 2:00 p.m. and 5:00 p.m. Any shareholder may request that a copy of the 2025 Remuneration Report be sent to it at the shareholder's own expense and risk. The 2025 Remuneration Report forms an integral part of this Invitation and is attached to it as Schedule 3.

**Re point 7 of the agenda** (Election of Mr. Maurizio Lionetti, Mr. Petr Šebek, Mr. Cemal Berk Temuroglu and Ms. Milica Abella as members of the Board of Directors and approval of the Agreements on the Performance of the Office of Members of the Board of Directors; election of Mr. Vladimir Petrenko as a member of the Supervisory Board, and approval of the Agreements on the Performance of the Office of Members of the Supervisory Board)

Draft resolution:

Mr. Maurizio Lionetti, born on 6 November 1976, residing at Nebušická 857, Nebušice, 164 00 Prague 6, Czech Republic, is elected as a member of the Board of Directors of the Company.

Mr. Petr Šebek, born on 10 November 1973, residing at Mlýnská 228/9, 252 62 Únětice, Czech Republic, is elected as a member of the Board of Directors of the Company, effective as of the day following the expiry of his current term of office as a member of the Board of Directors, i.e. as of 3 July 2026.

Mr. Cemal Berk Temuroglu, born on 4 July 1977, residing at Šlikova 308/53, Břevnov, 169 00 Prague 6, Czech Republic, is elected as a member of the Board of Directors of the Company.

Ms. Milica Abella, born on 15 June 1986, residing at Spojová 861, Nebušice, 164 00 Prague 6, Czech Republic, is elected as a member of the Board of Directors of the Company.

Reasoning:

The election of Mr. Maurizio Lionetti as a member of the Board of Directors of the Company is proposed in connection with the fact that he was appointed as a substitute member of the Board of Directors on 1 January 2026 until the next General Meeting, in accordance with Article 14 (4) of the Company's Articles of Association (co-optation), after Mrs. Eugenia Panato resigned from her office as a member of the Board of Directors as of 31 December 2025 (inclusive of that date).

The election of Mr. Petr Šebek to the office of a member of the Board of Directors is proposed in connection with the upcoming expiry of his current term of office as a member of the Board of Directors on 2 July 2026. It is proposed that Mr. Petr Šebek be re-elected as a member of the Board of Directors, with his new term of office immediately following his current term of office, i.e. with effect as of 3 July 2026.

The election of Mr. Cemal Berk Temuroglu to the office of a member of the Board of Directors is proposed in connection with the fact that he was appointed as a substitute member of the Board of Directors on 27 April 2026, effective as of 29 April 2026, in accordance with Article 14 (4) of the Company's Articles of Association (co-optation), in connection with the expiry of his term of office as a member of the Board of Directors on 28 April 2026. It is proposed that Mr. Temuroglu be re-elected as a member of the Board of Directors.

The election of Ms. Milica Abella as a member of the Board of Directors of the Company is proposed in connection with the fact that she was appointed as a substitute member of the Board of Directors on 27 April 2026, effective as of 1 May 2026, in accordance with Article 14 (4) of the Company's Articles of Association (co-optation).

The proposed members of the Board of Directors meet the requirements arising from the applicable legal regulations, particularly from the Corporations Act, concerning the performance of office of members of the Board of Directors. In view of their experience and qualifications, the proposed members of the Board of Directors are suitable candidates for holding the above-mentioned offices of members of the Board of Directors.

Draft resolution:

The Agreement on the Performance of the Office of a Member of the Board of Directors concluded on 27 April 2026 between Philip Morris ČR a.s. and a member of the Board of Directors of Philip Morris ČR a.s., Mr. Maurizio Lionetti, is hereby approved in the wording submitted by the Board of Directors of the Company in the form of its publication on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting.

The Agreement on the Performance of the Office of a Member of the Board of Directors concluded on 27 April 2026 between Philip Morris ČR a.s. and a member of the Board of Directors of Philip Morris ČR a.s., Ms. Milica Abella, is hereby approved in the wording submitted by the Board of Directors of the Company in the form of its publication on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting.

The Agreement on the Performance of the Office of a Member of the Board of Directors concluded on 27 April 2026 between Philip Morris ČR a.s. and a member of the Board of Directors of Philip Morris ČR a.s., Mr. Cemal Berk Temuroglu, is hereby approved in the wording submitted by the Board of Directors of the Company in the form of its publication on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting.

Reasoning:

The Agreement on the Performance of the Office represents a standard instrument defining mutual rights and obligations of the Company and a member of the Board of Directors and also represents one of the motivating instruments for the performance of office by a member of the Board of Directors. The approval of the Agreements on the Performance of the Office entered into with members of the Board of Directors falls within the authority of the Company's General Meeting. The Agreements on the Performance of the Office of Members of the Board of Directors submitted to the General Meeting for their approval are based on the standard template of the Agreement on the Performance of the Office used by the Company in the past and respect the existing practice within the Company, while taking into consideration the requirements set out in the Corporations Act. The Agreements on the Performance of the Office entered into with the members of the Board of Directors, Mr. Maurizio Lionetti, Ms. Milica Abella and Mr. Cemal Berk Temuroglu, are available at the registered office of the Company, i.e. in Kutná Hora, Vítězná 1, postcode 284 03, from 28 April 2026 to 29 May 2026, always on business days between 2:00 p.m. and 5:00 p.m., and on the website <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part related to the 2026 General Meeting.

Since, in the event that Mr. Petr Šebek is elected as a member of the Board of Directors, he will be re-elected for the next immediately following term of office, no new Agreement on the Performance of the Office of a Member of the Board of Directors will be concluded between the Company and Mr. Petr Šebek, as in accordance with Article 13.6 of the Agreement on the Performance of the Office of a Member of the Board of Directors, the previously concluded Agreement on the Performance of the Office remains valid and effective for the duration of the next term of office of the member of the Board of Directors.

Draft resolution:

Mr. Vladimir Petrenko, born on 6 May 1986, residing at Route de la Conversion 110, 1095 Lutry, Swiss Confederation, is elected as a member of the Supervisory Board of the Company.

Reasoning:

The election of Mr. Vladimir Petrenko as a member of the Supervisory Board of the Company is proposed in connection with the vacancy in the Supervisory Board due to the expiry of the term of office of Mr. Seamus Minihan, effective as of 28 April 2026, and in connection with the fact that he was appointed as a substitute member of the Supervisory Board on 27 April 2026, effective as of 1 May 2026 until the next General Meeting, in accordance with Article 17 (2) of the Company's Articles of Association (co-optation).

The proposed member of the Supervisory Board meets the requirements arising from the applicable legal regulations, particularly from the Corporations Act concerning the performance of office of a member of the Supervisory Board. In view of his experience and qualifications, the proposed member of the Supervisory Board is a suitable candidate for holding the above-mentioned office in the Supervisory Board.

Draft resolution:

The Agreement on the Performance of the Office of a Member of the Supervisory Board concluded on 27 April 2026 between Philip Morris ČR a.s. and a member of the Supervisory Board of Philip Morris ČR a.s., Mr. Vladimir Petrenko, is hereby approved in the wording submitted by the Board of Directors of the Company in the form of its publication on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting.

The Agreement on the Performance of the Office of a Member of the Supervisory Board concluded on 27 April 2026 between Philip Morris ČR a.s. and a member of the Supervisory Board of Philip Morris ČR a.s., Mr. Václav Rejna, is hereby approved in the wording submitted by the Board of Directors of the Company in the form of its publication on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting.

Reasoning:

The Agreement on the Performance of the Office of a member of a Supervisory Board of Mr. Václav Rejna is approved in view of his election as an employees' representative to the Supervisory Board of the Company on 18 March 2026.

The Agreement on the Performance of the Office represents a standard instrument defining mutual rights and obligations of the Company and a member of the Supervisory Board and also represents one of the motivating instruments for the performance of office by a member of the Supervisory Board. The approval of the Agreements on the Performance of the Office entered into with members of the Supervisory Board falls within the authority of the Company's General Meeting. The Agreements on the Performance of the Office of Members of the Supervisory Board submitted to the General Meeting for its approval are based on the standard template of an Agreement on the Performance of the Office used by the Company in the past and respects the existing practise within the Company while taking into consideration the requirements set out in the Corporations Act. The Agreements on the Performance of the Office entered into with Mr. Vladimír Petrenko and Mr. Václav Rejna are available at the registered office of the Company, i.e. in Kutná Hora, Vítězná 1, postcode 284 03, from 28 April 2026 to 29 May 2026, always on business days between 2:00 p.m. and 5:00 p.m., and on the website <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part related to the 2026 General Meeting.

**Re point 8 of the agenda** (Appointment of the Company's auditor)

Draft resolution:

PricewaterhouseCoopers Audit, s.r.o., whose registered office is at Hvězdova 1734/2c, Nusle, postcode: 140 00 Prague 4, Czech Republic, identification number: 407 65 521, registered in the Commercial Register maintained by the Municipal Court in Prague, File No. C 3637, is appointed the auditor of the Company for the 2026 calendar year accounting period to perform the mandatory (statutory) audit and to verify the sustainability statement.

Reasoning:

The authority to appoint the Company's auditor in both cases mentioned in the draft resolution above lies with the General Meeting of the Company in accordance with the Act on Auditors and the Company's Articles of Association.

The proposed auditor is a recognised company with sufficient capacity and expertise and many years of experience in the field of auditing, which provides guarantees of independence in the performance of the audit engagement, and thus meets the requirements arising from law for appointment as auditor. The proposed auditor was recommended by the Audit Committee to the Supervisory Board, which proposed this auditor to the General Meeting for approval. The Audit Committee's recommendation was presented in accordance with the provisions of the Regulation on specific requirements regarding statutory audit of public-interest entities, requirements for verification of the sustainability statement and on the basis of the performed selection procedure. The Audit Committee's recommendation was not subject to the influence of any third party and is not subject to any arrangement between the Company and any third party that would restrict the selection of the statutory auditor.

The proposed auditor has also knowledge of the Company's needs and operation and, in view of its experience and qualifications, it is a suitable candidate to be appointed as the auditor of the Company for the year 2026 to perform the mandatory (statutory) audit and to verify the sustainability statement.

**Main data from the 2025 ordinary financial statements (in millions of CZK)**

Non-current assets: .....	2,977	Registered capital and reserves: .....	5,124
Current assets: .....	13,217	Retained earnings from prior years: .....	43
.....		Net profit: .....	3,026
.....		Non-current liabilities: .....	350
.....		Current liabilities: .....	7,651
<b>Total assets: .....</b>	<b>16,194</b>	<b>Total equity and liabilities: .....</b>	<b>16,194</b>

**Main data from the 2025 ordinary consolidated financial statements (in millions of CZK)**

Non-current assets: .....	3,123	Registered capital and reserves: .....	5,133
Current assets: .....	14,418	Retained earnings from prior years: .....	44
.....		Net profit: .....	3,036
.....		Non-current liabilities: .....	393
.....		Current liabilities: .....	8,935
<b>Total assets: .....</b>	<b>17,541</b>	<b>Total equity and liabilities: .....</b>	<b>17,541</b>

**Schedules:**

The following schedules form integral parts of this Invitation:

1. Summary of information regarding the proposal for the distribution of profit for the year 2025.
2. Draft Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting of the Company.
3. 2025 Remuneration Report.

In Kutná Hora, on 27 April 2026

**Philip Morris ČR a.s.**

**Philip Morris ČR a.s.**

Fabio Costa  
Chairperson of the Board of Directors of the Company

Maurizio Lionetti  
Member of the Board of Directors of the Company

*Please note that the only authoritative version of this document is the version in the Czech language. The English version of this document has been prepared for information purposes only.*

## SCHEDULE 1

### Summary of information regarding the proposal for the distribution of profit for the year 2025

(in CZK)

Profit after tax for the year 2025	3,026,002,216.02
Profit share (dividend)	3,019,924,600.00
Part of the profit for the year 2025 which will be transferred to the account of the retained earnings from prior years	6,077,616.02
Retained earnings from prior years which will remain undistributed	43,195,110.39

The proposed gross profit share per share with a nominal value of CZK 1,000 is CZK 1,100, with the total number of these shares being 2,745,386.

The decisive date for exercising profit share rights is 8 June 2026, i.e. the profit shares will be paid to shareholders who will hold shares of the Company as at 8 June 2026.

Shareholders will be paid their profit shares through Česká spořitelna, a.s., a company whose registered office is in Prague 4, Olbrachtova 1929/62, postcode: 140 00, identification number: 452 44 782, registered in the Commercial Register maintained by the Municipal Court in Prague, File No. B 1171.

Shareholders will be invited to send their settlement data and other supporting documents to Česká spořitelna, a.s. for the purpose of payment of their profit shares via the "Notification of the Payment of Proceeds from Securities", which will be published on 12 June 2026 in a manner allowing for remote access on the Company's website <http://www.philipmorris.cz>, in the section titled "For shareholders", in the part related to the 2026 General Meeting, and which will further stipulate more detailed instructions necessary for the payment of the profit shares.

Profit shares will be paid to the shareholders who are **individuals** during the set payment period only by wireless money transfer to the shareholders' bank accounts specified in the list of shareholders maintained by the Company, or in the register of book-entered securities in the case of book-entered shares, after the shareholders submit all the necessary documents. If the relevant bank account number is not entered in the list of shareholders or in the register of book-entered securities (or the number is not up-to-date), the relevant profit share will be paid to the bank account which the shareholder notifies to the Company through Česká spořitelna, a.s. for this purpose.

Shareholders who are individuals with a tax domicile in the Czech Republic and a bank account maintained with a bank in the Czech Republic that provides its clients with electronic identity verification in the form of a bank identity, the "Bank iD", may also be paid their profit shares on the basis of a request by the relevant shareholder submitted via the web application of Česká spořitelna, a.s. on the website [www.vyplatadividend.cz](http://www.vyplatadividend.cz), using identity verification in the form of the Bank iD. For the avoidance of doubt, it is stated that the payment of profit shares for the year 2025 in the aforementioned manner may be requested as of 13 July 2026 from 8:00 a.m. (i.e. from the beginning of the payment period set out below).

Profit shares will be paid to the shareholders who are individuals after the shareholders submit all the necessary documents, including a declaration by the beneficial (ultimate) owner of the income and, if a shareholder who is a tax resident of a country other than the Czech Republic requests the application of a special withholding tax rate, also after the shareholder submits a certificate of tax domicile.

The maturity date of the profit shares is set at **13 July 2026**. The payment period will last **from 13 July 2026 to 31 March 2027**. The "Notifications of the Payment of Proceeds from Securities" and information on the required documents will be published on the Company's website <http://www.philipmorris.cz>, in

the section titled "For Shareholders", in the part related to the 2026 General Meeting, and will also be provided by Česká spořitelna, a.s.

Shareholders who are legal entities will also be paid their profit shares through Česká spořitelna, a.s. in accordance with the defined rules.

Profit shares will be paid to the shareholders who are **legal entities only by wireless money transfer to the shareholders' bank accounts specified in the list of shareholders maintained by the Company, or in the register of book-entered securities in the case of book-entered shares**. If the relevant bank account number is not entered in the list of shareholders or in the register of book-entered securities (or the number is not up-to-date), the relevant profit share will be paid to the bank account which the shareholder notifies to the Company through Česká spořitelna, a.s. for this purpose. Shareholders who are legal entities (or legal arrangements) will only be paid their profit shares after the shareholders fulfil the statutory conditions for the payment of profit shares (including the registration of the beneficial owner of each particular shareholder who is a legal entity (or legal arrangement) in the Register of Beneficial Owners (hereinafter referred to as the "**Czech Beneficial Owner Register**") in accordance with Section 53 (2) of the Act on Register of Beneficial Owners, if the shareholder is obliged to arrange for the registration of the beneficial owner or if the provisions of the above Act and the obligation to register the beneficial owner in the Czech Beneficial Owner Register applies to the shareholder), as well as after supplying all other required supporting documents, together with a current extract from the Czech Beneficial Owner Register not older than one month as at the date of payment of the share in profit, as well as a declaration of the shareholder confirming the accuracy and currency of the data recorded in the Czech Beneficial Owner Register in the manner specified in the dividend payment request published on the Company's website <http://www.philipmorris.cz>, in the section titled "For Shareholders", in the part related to the 2026 General Meeting. If a shareholder who is a tax resident of a country other than the Czech Republic requests the application of a special withholding tax rate, the shareholder is also obliged to submit the certificate of tax domicile.

Česká spořitelna, a.s. will check the documents submitted by the shareholder relating to the existence of the registration of the beneficial owner in the Czech Register of Beneficial Owners, in accordance with Section 53 (2) of the Act on the Register of Beneficial Owners, and thus the shareholder's entitlement to the payment of a share in profit. If the shareholder fails to submit the required documents, in particular with regard to the existence of the registration of the beneficial owner, the share in profit will not be paid to the shareholder. Shareholders who have no beneficial owner registered as at the date of payment of profit shares by Česká spořitelna, a.s. will not be paid their profit shares. If a profit share is not paid to the relevant shareholder (legal arrangement) due to the absence of registration of its beneficial owner in the Czech Beneficial Owner Register **by 31 December 2026, the right to that profit share will cease to exist** (Sections 53 (2) and (3) of the Act on Register of Beneficial Owners).

A shareholder claiming a profit share or its payment within a payment period after 31 December 2026 must demonstrate and prove that its right to a profit share **has not ceased to exist** due to the absence of registration of its beneficial owner in the Czech Beneficial Owner Register **by 31 December 2026**. Otherwise, the profit share will not be paid to that shareholder due to the fact that the shareholder's right to that payment has ceased to exist.

Contact persons at Česká spořitelna, a.s.:

Útvar 3780 – Business support Fis&FM Products

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**Česká spořitelna, a.s.**

**Department 3780 – Business support Fis&FM Products**

**Budějovická 1518/13b**

**140 00 Prague 4**

## **SCHEDULE 2**

### **Draft Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting of the Company**

#### ***RULES OF PROCEDURE AND VOTING RULES Applicable to Proceedings at the General Meeting of Philip Morris ČR a.s. to be held on 29 May 2026***

##### Section 1

##### **Basic Provisions**

1. In accordance with Act No. 90/2012 Coll., on Companies and Cooperatives (the Corporations Act), as amended (the "**Corporations Act**"), these Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting of Philip Morris ČR a.s. (the "**Company**") govern the manner of registering the Company's shareholders, the proceedings of the General Meeting, the method in which shareholders exercise their rights at the General Meeting and the method of voting at the General Meeting.
2. For the purposes of these Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting, a "**shareholder**" also means a shareholder's proxy, unless stipulated otherwise.
3. Should the interpretation of any provision of these Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting be unclear or should a situation occur that is not provided for by generally binding legislation, the Company's Articles of Association or these Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting, the further proceedings of the General Meeting shall be decided on by the Chairperson of the General Meeting in compliance with the principles of the legal regulation of joint-stock companies contained in applicable law.

##### Section 2

##### **Registration of Shareholders**

1. Registration desks are set up for registering shareholders in an attendance list and for issuing identification cards and voting ballots to shareholders. By signing the registration card, each shareholder confirms that the shareholder was given the voting ballots and an identification card with an identification number corresponding to the number on the registration card. If any of the shareholders loses the shareholder's identification card, the registration desk will re-issue the identification card at the shareholder's request at any time during the General Meeting.
2. Shareholders' attendance will be registered throughout the duration of the General Meeting. At registration, authorised persons at the registration desks will verify the identity of the shareholders and their right to attend and vote at the General Meeting. Shareholders who sign the attendance list and do not express their will to end their attendance at the General Meeting by a written statement made at a registration desk are considered present for the entire duration of the General Meeting. If registration in the attendance list is refused, the fact of such refusal and its reason will be recorded in the attendance list.

##### Section 3

##### **Rules of Procedure**

1. The General Meeting shall be opened and presided over by the person convening the General Meeting or a person appointed by that person until the election of the Chairperson. If the General Meeting is convened by a collective body, this body must authorise one of its members (or resolve to authorise another person) to preside over the General Meeting until the Chairperson is elected or, as the case may be, if no Chairperson of the General Meeting is elected. The task of the person convening the General Meeting or the person appointed by that person is to ensure that the General Meeting elects the Chairperson of the General Meeting, a Minutes Clerk, one or several verifiers of the minutes and a person or persons charged with counting the votes (scrutineers). Following the election of the Chairperson of the General Meeting, the General Meeting shall be further conducted by this Chairperson.
2. At the General Meeting, shareholders are entitled to require and obtain from the Company explanations in respect of matters relating to the Company and the entities controlled by the Company, should any such explanation be necessary for assessing matters on the agenda of the General Meeting or for the exercise of the shareholder rights at the General Meeting. Shareholders may request the explanations mentioned in the previous sentence in writing. Shareholders are entitled to file proposals and counterproposals in relation to the points on the agenda of the General Meeting. Proposals submitted by the Board of Directors or the Supervisory Board are voted on first. If these proposals are not adopted or presented, shareholders' (counter)proposals are voted on. Any shareholder, member of the Board of Directors and member of the Supervisory Board may raise a protest concerning a resolution of the General Meeting.
3. The explanation may be provided in the form of a summary response to several similar issues. It shall be deemed that shareholders have been provided with an explanation even if the relevant information (the supplementing explanation in respect of individual points on the agenda of the General Meeting) is published on the Company's website no later than on the day preceding the date of the General Meeting and is available to the shareholders at the venue of the General Meeting. If the information is provided to the relevant shareholder, every other shareholder may also request such information without having to follow the procedure applicable to the exercise of the right to an explanation described above.
4. Shareholders also had the opportunity to file their proposals in relation to the issues which are to be included on the agenda of the General Meeting before the invitation to the General Meeting is published. Proposals delivered to the Company no later than five days before the publication of the invitation to the General Meeting shall be published by the Board of Directors, including an opinion of the Board of Directors, along with the invitation to the General Meeting, on the Company's website. Section 3 (5) of these Rules of Procedure and Voting Rules Applicable to Proceedings at the General Meeting shall apply analogously to the proposals delivered after this time limit.
5. Any proposals and counterproposals delivered to the Company no later than three days before the General Meeting shall be published by the Board of Directors without undue delay on the Company's website. If the proposals and counterproposals contain justifications, the Board of Directors shall also publish these justifications along with them. If the proposals and counterproposals are delivered at the latest five days before the General Meeting, the Board of Directors shall also publish its opinion on the received proposals and counterproposals without undue delay. A shareholder may submit proposals and counterproposals on matters on the agenda of the General Meeting also directly at the General Meeting.
6. Issues not included in the agenda of the General Meeting may only be discussed or decided on at the General Meeting if all shareholders of the Company agree with this.

7. Shareholders may file their requests for explanations, proposals, counterproposals and, if applicable, protests either in writing on a comment slip or orally at the invitation of the Chairperson of the General Meeting after proving their identity based on an identification card. The comment slip must contain the shareholder's identification number (as specified in the identification card) and the shareholder's signature. Shareholders must submit the comment slips to the information centre. When submitting a comment slip, the shareholder must prove the shareholder's identity by presenting the shareholder's identification card.
8. The General Meeting's information centre will number the comment slips according to the order in which they are received and will hand them over to the Chairperson of the General Meeting.
9. The Chairperson of the General Meeting decides on who is entitled to take the floor. A member of the Board of Directors and a member of the Supervisory Board must be permitted to take the floor whenever they request this. If anyone disturbs the proceedings of the General Meeting, the Chairperson of the General Meeting may reprimand this person and, if they fail to change their behaviour even after being reprimanded, the Chairperson of the General Meeting may interrupt the General Meeting until order is restored.

#### Section 4 Voting Rules

1. Voting is performed by means of ballots, which the shareholders receive upon registration or, as the case may be, during the General Meeting based on an instruction of the Chairperson of the General Meeting. Each time before votes are cast, the Chairperson of the General Meeting will inform the shareholders of the resolution which is being voted on and which ballot should be used for this purpose. Each shareholder will indicate the relevant answer on the ballot by marking the chosen answer with a cross and by signing the ballot. If a shareholder is to use a substitute ballot or a ballot which the shareholder received during the course of the General Meeting based on an instruction of the Chairperson of the General Meeting, the shareholder must also fill in a number of the ballot announced by the Chairperson of the General Meeting. If using a ballot which the shareholder received during the course of the General Meeting based on an instruction of the Chairperson of the General Meeting, the shareholder must also fill in the shareholder's own identification number (as specified in the identification card).
2. Ballots which are not signed, ballots without a ballot number or with an incorrect ballot number and ballots containing no identification number or an incorrect identification number or ballots from which the shareholder's intent cannot be determined are invalid. Ballots which are torn, crossed-out, rewritten or otherwise invalidated (i.e. containing illegible, uncertain or unclear information) will also be considered invalid. If a shareholder makes a mistake when filling in a ballot, the shareholder must ask a person charged with counting the votes (the "**Scrutineer**") for assistance. The shareholder may then correct the ballot in the presence of the Scrutineer and both of them must then confirm the correction by signing the ballot, or the Scrutineer may give the shareholder a new ballot.
3. After collecting the ballots, the Scrutineers will immediately start counting the votes. As soon as they ascertain that the number of votes necessary for making the decision on the proposed resolution has been achieved, they will inform the Chairperson of the General Meeting accordingly. The Scrutineers will then continue counting the remaining votes. The complete results will be recorded in the minutes of the General Meeting and, possibly, announced during the General Meeting. A record of the General Meeting's quorum has to be made when votes are taken on each draft resolution.

## SCHEDULE 3

### 2025 Remuneration Report



## **Independent auditor's limited assurance report on Remuneration Report**

To the shareholders of Philip Morris ČR a.s.

### **Limited assurance conclusion**

Based on the engagement letter from 9 December 2025 and in accordance with requirements of section 121q of the Act No. 256/2004 Coll., on Capital Market Undertakings, as amended (the "Act"), we have conducted a limited assurance engagement over Remuneration Report for the year ended 31 December 2025 (the "Remuneration Report") of Philip Morris ČR a.s. (the "Company"). The Remuneration Report has been prepared in accordance with requirements of the section 121o of the Act.

The subject of our engagement was the completeness of disclosures in the Remuneration Report required by section 121p, article 1 of the Act. It is not the auditor's responsibility to verify the accuracy of the Remuneration Report or the information contained therein.

In our opinion, the requirements of section 121p(1) of the Act constitute suitable criteria for expressing a limited assurance conclusion.

Based on the procedures performed and the evidence obtained, nothing has come to our attention that would cause us to believe that the Remuneration Report does not, in all material respects, contain the information required by section 121p(1) of the Act.

### **Basis for conclusion**

We conducted our limited assurance engagement in accordance with the Act on Auditors and International Standard on Assurance Engagements 3000 (Revised) - Assurance Engagements Other Than Audits or Reviews of Historical Financial Information ("ISAE 3000 (Revised)"), translated and issued by the Chamber of Auditors of the Czech Republic (together the "Assurance regulations").

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion. Our responsibilities under the Assurance regulations are further described in the Auditor's responsibilities section of our report.

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PricewaterhouseCoopers Audit, s.r.o., registered seat Hvězdova 1734/2c, 140 00 Prague 4, Czech Republic, Identification Number: 40765521, registered with the Commercial Register kept by the Municipal Court in Prague, Section C, Insert 3637, and in the Register of Audit Companies with the Chamber of Auditors of the Czech Republic under Licence No. 021.



#### **Our independence and quality management**

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) as adopted by the Chamber of Auditors of the Czech Republic, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour and the independence and other ethical requirements of the Act on Auditors.

The firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

#### **Responsibilities of the Board of Directors**

The Board of Directors is responsible for the preparation of the Remuneration Report in accordance with the applicable requirements of the Act. The Board of Directors is responsible for publishing the Remuneration Report on the Company's website and for ensuring free access to it for at least 10 years from the date of the general meeting at which the Remuneration Report was presented. The Board of Directors is also responsible for the preparation of financial data and non-financial information, as well as for the design, implementation, and maintenance of internal control systems and accounting records that are necessary to enable the preparation of a Remuneration Report that is free from material misstatement and complies with the relevant legal requirements.

#### **Auditor's responsibilities**

Our responsibility is to plan and perform the assurance engagement to obtain limited assurance about whether the Remuneration Report does not, in all material respects, contain the information required by section 121p(1) of the Act, whether due to fraud or error, and to issue a limited assurance report that includes our conclusion. Misstatements may arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the Remuneration Report as a whole.

As part of a limited assurance engagement in accordance with ISAE 3000 (Revised) we exercise professional judgement and maintain professional scepticism throughout the engagement.

Our responsibilities in respect of the Remuneration Report, include:

- identifying where omission of information required by section 121p(1) of the Act are likely to arise, whether due to fraud or error; and, and
- designing and performing procedures responsive to where material omissions of information are likely to arise in the Remuneration Report. The risk of not detecting a material omission resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



### **Summary of the work performed**

A limited assurance engagement involves performing procedures to obtain evidence as to whether the Remuneration Report, in all material respects, contains the information required under section 121p(1) of the Act. The procedures in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Our assurance procedures included, in particular:

- obtaining an understanding of the resolution of the Company's general meeting on the remuneration policy for members of the Board of Directors and the Supervisory Board and other persons under section 121m(1) of the Act, as well as any resolutions of the Supervisory Board and other documents regulating the remuneration policy that are required to be disclosed in the Remuneration Report
- obtaining an understanding of the procedures adopted by the Board of Directors and the Supervisory Board to ensure compliance with the requirements of the remuneration policy, to prepare the Remuneration Report, and to assess the application of the applicable criteria in the preparation of the Remuneration Report
- the identification of persons pursuant to section 121m(1) of the Act for whom there is a requirement to disclose information in the Remuneration Report
- assessing whether the Remuneration Report contains all information as required by section 121p(1) of the Act for each person identified above.

Please note that the Remuneration Report was not within the scope of the audit of the consolidated and separate financial statements ("financial statements") and verification of the annual financial report pursuant to Act No. 563/1991 Coll. on Accounting, as amended. Within our assurance procedures, we did not audit or review the financial or non-financial information used in the preparation of the Remuneration report. However, within our procedures, we assessed whether the information disclosed in the Remuneration Report was not in significant conflict with our findings during the audit of the financial statements of the Company,

### **Restrictions of use and distribution**

This report, including our conclusion, has been prepared solely to comply with the requirements of the Act and should not be used for any other purpose. The report relates solely to the Remuneration Report and must not be associated with the Company's financial statements as a whole.

The Management Board of the Company is responsible for publishing the Remuneration Report on the Company's website and for the reliability of information on the Company's website. The scope of our work does not include an assessment of these matters. Accordingly, we are not responsible for any changes that may have been made to the information which is the subject of our assessment or for differences, if any, between the information covered by our report and the information provided on the Company's website.



In connection with this report, we do not accept any liability resulting from contractual and non-contractual relationships (including for negligence) with entities other than the Company. The above does not relieve us of liability where such release is excluded by law.

27 April 2026

PricewaterhouseCoopers Audit, s.r.o.  
represented by Partner

A handwritten signature in blue ink, appearing to be 'T. Bašta', written over a faint, light blue horizontal line.

Tomáš Bašta  
Statutory Auditor, Licence No. 1966

**REMUNERATION REPORT**  
**of Philip Morris ČR a.s.**  
**for the accounting period from January 1, 2025 to December 31, 2025**

The remuneration report prepared by Philip Morris ČR a.s., with its registered office at Vítězná 1, Kutná Hora, postcode 284 03, identification number: 14803534, registered in the Commercial Register maintained by the Municipal Court in Prague, file no. B 627 (hereinafter referred to as "PMCR" or the "Company"), provides a complete overview of the remuneration and benefits in any form provided or payable during the accounting period from January 1, 2025 to December 31, 2025 to the persons referred to in Section 121m (1) of Act No. 256/2004 Coll., on Capital Market Undertakings, as amended (hereinafter referred to as the "Capital Market Undertakings Act") (hereinafter referred to as "Persons with Significant Relationship to the Company")

The following persons are the Persons with Significant Relationship to the Company:

Members of the Board of Directors of the Company:

- Fabio Costa, Chairperson of the Board of Directors
- Andrea Gontkovičová, Member of the Board of Directors until May 24, 2025
- Cemal Berk Temuroglu, Member of the Board of Directors
- Eugenia Panato, Member of the Board of Directors until December 31, 2025
- Petr Šebek, Member of the Board of Directors
- Serhan Kilic, Member of the Board of Directors

Members of the Supervisory Board of the Company:

- Tamara Milovanovic, Chairperson of the Supervisory Board until May 30, 2025
- Dimitrios Giannopoulos, Chairperson of the Supervisory Board as of June 1, 2025
- Prof. Alena Zemplerová, Member of the Supervisory Board
- Jan Kodaj, Member of the Supervisory Board
- Seamus Minihan, Member of the Supervisory Board
- Stanislava Juríková, Member of the Supervisory Board
- Tomáš Hilgard, Member of the Supervisory Board

**I**

**Information on the total amount of remuneration**

**(Section 121p (1) (a) of the Capital Market Undertakings Act)**

(Information on all remuneration provided by the Company to the Persons with Significant Relationship to the Company or payable in the accounting period from January 1, 2025 to December 31, 2025)

The total amount of remuneration and its individual components in the period from January 1, 2025 to December 31, 2025 correspond to the remuneration policy which was approved by the General Meeting as at April 30, 2024 and which is published on the Company's website: <http://www.philipmorris.cz> in the section "For Shareholders" (hereinafter referred to as the "Remuneration Policy").

The total amount of remuneration is determined in accordance with the Company's long-term interests, i.e. with the Company's business strategy and other values, and reflects the requirements of legal regulations as well as the principles of good corporate governance. It also supports the Company's long-term performance, in particular by emphasising sustainability and effective risk management and taking into account shareholder requirements regarding the growth in the value of the Company's shares and the achievement of business results that are economically favourable for the Company. This requirement is primarily reflected in the variable component of the remuneration of the Persons with Significant

Relationship to the Company, where the amount of the remuneration received by these persons is derived from the economic results achieved by Philip Morris International Inc. or its controlled companies, with the exception of PMCR (hereinafter referred to as the "PMI" or "PMI Group"), and the Company. The variable component of remuneration also depends on the performance of and fulfilment of objectives by the relevant Persons with Significant Relationship to the Company, and serves primarily to attract, retain and motivate these persons. The fixed component of remuneration is determined primarily on the basis of professional experience and responsibility of the Persons with Significant Relationship to the Company.

Performance criteria that apply to the assessment of the set Company's objectives have also been reflected in the total remuneration amount. The criteria for assessing the set objectives are

- quantitative: the achievement of operating profit, cash flows, sales volume and market share; and
- qualitative: portfolio management, innovative approach, compliance with internal rules and procedures, diversity and management skills development.

The above criteria are set in accordance with the Company's long-term interests, business strategy and other values. Their fulfilment has a direct impact on the Company's economic results and thus contributes to the growth of the Company's value. Each of these criteria has been assessed individually, and subsequently all criteria have been assessed in the aggregate, in accordance with the Remuneration Policy, and are reflected in the same way in the variable component of all Persons with Significant Relationship to the Company.

Similarly, as for the purposes of personal income tax on dependent activities, the amount of the total monthly remuneration paid to a particular Person with Significant Relationship to the Company in the year 2025 and specified in this Remuneration Report does not include the remuneration paid in January 2025 for the performance of office as a Member of the Board of Directors or Member of the Supervisory Board in December 2024. However, it does include the remuneration paid in January 2026 for the performance of office as a Member of the Board of Directors or Member of the Supervisory Board in December 2025.

In respect of benefits included in this Remuneration Report, the same approach as for the monthly remuneration is applied, i.e. the amount of benefits granted for the year 2025 does not include the benefits granted in December 2024 and settled with the monthly remuneration in January 2025 but does include the benefits granted in December 2025 and settled with the monthly remuneration in January of 2026.

#### The fixed component of the remuneration:

**1) The fixed component includes, in the case of the Persons with Significant Relationship to the Company who are employees of Philip Morris International Inc. or its controlled companies, with the exception of PMCR:**

(i) the salary (according to the employment agreement of the relevant Person with Significant Relationship to the Company);

(ii) remuneration for the performance of office (under the agreement on the performance of the office of the relevant Person with Significant Relationship to the Company): in the relevant accounting period, all members of the Board of Directors of the Company and members of the Supervisory Board of the Company, except for the members of the Supervisory Board elected by employees, waived the remuneration for the performance of their offices;

(iii) additional monetary remuneration:

- monetary benefits in connection with the relocation (one-off relocation contribution, allowance in the case of a change of the permanent residence address upon relocation in the amount based on the relevant salary grade of PMI, according to local conditions and the number of family members of the relevant person living with him/her in the common household, allowance for tuition fees for family members of employees as a result of relocation, reimbursement of rent and service charges, allowance for moving, transport, immigration matters, etc.);
- contributions on the occasion of working and personal anniversaries;
- allowance for meals and leisure activities (e.g. in the form of holiday allowance or education allowance);

- reimbursement of premiums of life and accident insurance, contribution to supplementary pension insurance;
- contribution to health care and preventive programmes within the framework of voluntary prevention and health care programmes with financial participation of the relevant Person with Significant Relationship to the Company;

(iv) non-monetary benefits: business car and telephone (including for private purposes).

**2) The fixed component includes, in the case of the Persons with Significant Relationship to the Company who are employees of PMCR:**

(i) the salary (according to the employment agreement of the relevant Person with Significant Relationship to the Company);

(ii) remuneration for the performance of office (under the agreement on the performance of the office of the relevant Person with Significant Relationship to the Company): in the relevant accounting period, all members of the Board of Directors of the Company and members of the Supervisory Board of the Company, except for the members of the Supervisory Board elected by employees, waived the remuneration for the performance of their offices;

(iii) additional monetary remuneration:

- monetary benefits in connection with the relocation (one-off relocation contribution, allowance in the case of a change of the permanent residence address upon relocation in the amount based on the salary grade of PMCR, according to local conditions and the number of family members of the relevant person living with him/her in the common household, rent allowance or reimbursement of rent, allowance for moving, transport, etc.);
- contributions on the occasion of working and personal anniversaries;
- allowance for meals and leisure activities (e.g. in the form of holiday allowance or education allowance);
- reimbursement of premiums of life and accident insurance;
- contribution to supplementary pension insurance;
- contribution to health care and preventive programmes within the framework of voluntary prevention and health care programmes with financial participation of the relevant Person with Significant Relationship to the Company;
- compensatory allowance for temporary work incapacity and nursing of a family member;
- severance payment and other benefits related to employment termination;

(iv) non-monetary benefits: business car and telephone (including for private purposes).

**3) The fixed component of the remuneration includes, in the case of the Persons with Significant Relationship to the Company who are not employees of PMI or PMCR, an annual remuneration for the performance of office (according to the agreement on the performance of the office of the relevant Person with Significant Relationship to the Company).**

The variable component of the remuneration:

**4) The variable component includes, in the case of the Persons with Significant Relationship to the Company who are employees of PMI or PMCR:**

- (i) a one-off annual performance-based financial bonus;
- (ii) a bonus in the form of shares of Philip Morris International Inc.

The remuneration of the Persons with Significant Relationship to the Company who are not employees of PMI or PMCR includes the fixed component only.

Overview of components of the remuneration provided to members of the Board of Directors:

The total amounts of remuneration are stated before tax and relevant statutory levies.

**Fabio Costa** /Managing Director, responsible for the Czech Republic and Slovakia and Chairperson of the Board of Directors of the Company/:

received the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) for 2025 in the total amount of CZK 11,244,301.52, additional monetary remuneration and other benefits in the total amount of CZK 3,582,512.24, and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 1,727,204.35, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the value of CZK 560,260.08, and a share in the profit from the granted shares paid in 2025 in the amount of CZK 691,539.52. The total amount of the fixed and variable remuneration is CZK 17,805,817.71. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 83/17%.

**Andrea Gontkovičová** /Vice President External Affairs SSEA, CIS and MEA regions and Member of the Board of Directors of the Company until May 24, 2025/:

received for the period from January 1, 2025 to May 24, 2025 the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 7,623,286.71, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the value of CZK 10,826,265.28, and a share in the profit from the granted shares paid in 2025 in the amount of CZK 655,133.60. The total amount of the variable remuneration is CZK 19,104,685.59. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 0/100%.

**Cemal Berk Temuroglu** /Director Commercial Operations CZ, responsible for the Czech Republic and Member of the Board of Directors of the Company/:

received the fixed component of the remuneration in accordance with Sec. 2) above: the fixed monthly remuneration (salary) for 2025 in the total amount of CZK 4,294,861.00, additional monetary remuneration and other benefits in the total amount of CZK 170,575.00, and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 1,610,842.00 and a share in the profit from the granted shares paid in 2025 in the amount of CZK 132,757.00. The total amount of the fixed and variable remuneration is CZK 6,209,035.00. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 72/28%.

**Eugenia Panato** /Director Finance, responsible for the Czech Republic and Slovakia until July 31, 2025 and Member of the Board of Directors of the Company until December 31, 2025/:

Received for the period from January 1, 2025 to July 31, 2025 the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) in the total amount of CZK 4,513,469.46, additional monetary remuneration and other benefits in the total amount of CZK 3,140,457.36 and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 1,751,995.67, and a share in the profit from the granted shares paid in 2025 in the total amount of CZK 67,185.20. The total amount of the fixed and variable remuneration is CZK 9,473,107.69. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 81/19%.

**Petr Šebek** /Director External Affairs, responsible for the Czech Republic and Member of the Board of Directors of the Company/:

received the fixed component of the remuneration in accordance with Sec. 2) above: the fixed monthly remuneration (salary) for 2025 in the total amount of CZK 5,834,375.00, additional monetary remuneration and other benefits in the total amount of CZK 306,043.00 and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 3,519,788.00, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the total value of CZK 1,684,326.00, and a share in the profit from the granted shares paid in 2025 in the amount of CZK 315,748.00. The total amount of the fixed and

variable remuneration is CZK 11,660,280.00. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 53/47%.

**Serhan Kilic** /Director Manufacturing, responsible for the Czech Republic and Member of the Board of Directors of the Company/:

received the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) for 2025 in the total amount of CZK 6,788,543.12, additional monetary remuneration and other benefits in the total amount of CZK 5,199,386.14 and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 1,103,873.51, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the value of CZK 361,630.51, and a share in the profit from the vested shares paid in 2025 in the amount of CZK 241,802.80. The total amount of the fixed and variable remuneration is CZK 13,695,236.08. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 88/12%.

#### Overview of components of the remuneration provided to members of the Supervisory Board:

**Tamara Milovanovic** /Vice President Finance, responsible for the EU region and Chairperson of the Supervisory Board and Chairperson of the Audit Committee of the Company until May 30, 2025/:

received no performance from the Company for the period from January 1, 2025 to May 30, 2025.

**Dimitrios Giannopoulos** /Vice President Finance, responsible for the EU region and Chairperson of the Supervisory Board and Member of the Audit Committee of the Company as of June 1, 2025/:

received no performance from the Company for the period from June 1, 2025 to December 31, 2025.

**Alena Zemplinerová** /Member of the Supervisory Board of the Company/:

received the fixed component of the remuneration in accordance with Sec. 3) above: the remuneration for the performance of office under the agreement on the performance of the office in the amount of CZK 200,000.00. Ms. Alena Zemplinerová is not an employee of PMI or PMČR; the remuneration thus includes the fixed component only.

**Jan Kodaj** /Supervisor Technical Support and Member of the Supervisory Board of the Company elected by employees/:

received the fixed component of the remuneration in accordance with Sec. 2) above: the fixed monthly remuneration (salary) for 2025 in the total amount of CZK 1,450,267.00, remuneration for the performance of office in the total amount of CZK 200,000.00, and additional monetary remuneration and other benefits in the amount of CZK 68,208.00. The total amount of the fixed and variable remuneration is CZK 1,718,475.00. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 100/0%.

**Stanislava Juríková** /Member of the Supervisory Board and the Audit Committee of the Company and Chairperson of the Audit Committee of the Company as of June 1, 2025/:

received the fixed component of the remuneration in accordance with Sec. 3) above: the remuneration for the performance of office under the agreement on the performance of the office in the amount of CZK 400,000.00. Ms. Stanislava Juríková is not an employee of PMI or PMČR; the remuneration thus includes the fixed component only.

**Tomáš Hilgard** /Manager CCD, responsible for the Czech Republic and Member of the Supervisory Board of the Company elected by employees/:

received the fixed component of the remuneration in accordance with Sec. 2) above: the fixed monthly remuneration (salary) for 2025 in the total amount of CZK 2,460,836.00, remuneration for the performance

of office under the agreement on the performance of the office in the amount of CZK 200,000.00, and additional monetary remuneration and other benefits in the total amount of CZK 175,235.00 and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 210,355.00. The total amount of the fixed and variable remuneration is CZK 3,046,426.00. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 93/7%.

**Seamus Minihan /EU Controller, responsible for the EU Region and Member of the Supervisory Board of the Company/:** received no performance from the Company for the period from January 1, 2025 to December 31, 2025.

## II

### Information on remuneration provided or payable in the accounting period for which the remuneration report is prepared by persons/entities belonging to the same group as the Company

#### (Section 121p (1) (c) of the Capital Market Undertakings Act)

Information on the remuneration provided or payable in the relevant accounting period to the Persons with Significant Relationship to the Company pursuant to Section 121o (2) of the Capital Market Undertakings Act, which are to be specified in the remuneration report in accordance with Section 121p (1) (c) of the Capital Market Undertakings Act, reflects the data stated below. It includes the remuneration provided directly by Philip Morris International Inc. or its controlled companies, i.e. by the relevant employers of the relevant Persons with Significant Relationship to the Company (without this remuneration being re-invoiced to PMCR).

#### Persons with Significant Relationship to the Company – Members of the Board of Directors:

**Fabio Costa /Managing Director, responsible for the Czech Republic and Slovakia and Chairperson of the Board of Directors of the Company/:**

received from Philip Morris International Inc. or its controlled companies the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 8,633,949.37, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the total value of CZK 5,022,151.18. The total amount of the fixed and variable remuneration is CZK 13,656,100.55. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 0/100%.

**Andrea Gontkovičová /Vice President Corporate Affairs SSEA, CIS and Member of the Board of Directors of the Company until May 24, 2025/:**

received for the period from January 1, 2025 to May 24, 2025 from Philip Morris International Inc. or its controlled companies the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) in the total amount of CZK 4,122,492.80, additional monetary remuneration and other benefits in the total amount of CZK 3,135,787.95, and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 3,811,071.73, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the total value of CZK 1,993,578.00, and a share in the profit from the granted shares paid in 2025 in the amount of CZK 502,074.68. The total amount of the fixed and variable remuneration is CZK 13,565,005.16. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 54/46%.

**Eugenia Panato** /Director Finance, responsible for the Czech Republic and Slovakia until July 31, 2025 and Member of the Board of Directors of the Company until December 31, 2025/:

received from Philip Morris International Inc. or its controlled companies the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) in the total amount of CZK 2,161,326.94, additional monetary remuneration and other benefits in the total amount of CZK 356,061.94 and the variable component of the remuneration in accordance with Sec. 4) above: a share in the profit from the granted shares paid in 2025 in the amount of CZK 15,853.38. The total amount of the fixed and variable remuneration is CZK 2,533,242.26. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 99/1%.

**Serhan Kilic** /Director Manufacturing, responsible for the Czech Republic and Member of the Board of Directors of the Company/:

received from Philip Morris International Inc. or its controlled companies the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 1,536,971.95, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the total value of CZK 1,608,632.29. The total amount of the variable remuneration is CZK 3,145,604.24. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 0/100%.

**Persons with Significant Relationship to the Company – Members of the Supervisory Board of the Company:**

**Tamara Milovanovic** /Vice President Finance, responsible for the EU region and Chairperson of the Supervisory Board and Chairperson of the Audit Committee of the Company until May 30, 2025/:

received for the period January 1, 2025 to May 30, 2025 from Philip Morris International Inc. or its controlled companies: the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) in the total amount of CZK 3,757,517.57, additional monetary remuneration and other benefits in the total amount of CZK 457,153.56 and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 7,696,734.51, bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the value of CZK 2,003,100.51 and a share in the profit from the granted shares paid in 2025 in the amount of CZK 197,325.82. The total amount of the fixed and variable remuneration is CZK 14,111,831.97. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 30/70%.

**Seamus Minihan** /EU Controller, responsible for the EU Region and Member of the Supervisory Board of the Company/:

received from Philip Morris International Inc. or its controlled companies: the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) for 2025 in the total amount of CZK 8,831,473.38, additional monetary remuneration and other benefits in the total amount of CZK 1,131,325.94 and the variable component of the remuneration in accordance with Sec. 4) above: a one-off annual performance-based financial bonus for the year 2024 paid in 2025 in the amount of CZK 3,869,903.98, a bonus in the form of shares of Philip Morris International Inc. granted in 2022 and vested in 2025 in the value of CZK 2,868,253.34 and a share in the profit from the granted shares paid in 2025 in the amount of CZK 355,843.25. The total amount of the fixed and variable remuneration is CZK 17,056,799.89. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 58/42%.

Dimitrios Giannopoulos /Vice President Finance, responsible for the EU region and Chairperson of the Supervisory Board and Chairperson of the Audit Committee of the Company as of June 1, 2025/:

received for the period June 1, 2025 to December 31, 2025 from Philip Morris International Inc. or its controlled companies: the fixed component of the remuneration in accordance with Sec. 1) above: the fixed monthly remuneration (salary) in the total amount of CZK 4,008,965.63, additional monetary remuneration and other benefits in the total amount of CZK 1,000,962.13 and the variable component of the remuneration in accordance with Sec. 4) above: a share in the profit from the granted shares paid in 2025 in the amount of CZK 126,087.70. The total amount of the fixed and variable remuneration is CZK 5,136,015.46. The ratio of the fixed and the variable components of the remuneration (% expression of the variable component to the fixed component of the remuneration) is: 98/2%.

### III

#### Overview of the annual change to the total amount of remuneration (Section 121p (1) (b) of the Capital Market Undertakings Act)

Overview of the annual change to the total amount of remuneration for the five most recent accounting periods following the date of admission of shares to trading on the European regulated market, in relation to each Person with Significant Relationship to the Company:

*In millions of CZK*

Total amount of all remuneration provided to individual Persons with Significant Relationship to the Company	Accounting period					Annual change in millions of CZK	Annual change in %
	2021	2022	2023	2024	2025		
Fabio Costa	N/A <sup>5</sup>	N/A <sup>5</sup>	N/A <sup>5</sup>	7.05 <sup>2</sup>	31.46	24.41	346.24
Andrea Gontkovičová	25.68	30.06	38.50	39.79	32.67 <sup>1</sup>	-7.12	-17.89
Cemal Berk Temuroglu	N/A <sup>5</sup>	1.40 <sup>4</sup>	5.03	5.60	6.21	0.61	10.89
Eugenia Panato	N/A <sup>5</sup>	N/A <sup>5</sup>	N/A <sup>5</sup>	10.07	12.01	1.94	19.27
Petr Šebek	5.15	7.10	8.66	9.61	11.66	2.05	21.33
Serhan Kilic	N/A <sup>5</sup>	N/A <sup>5</sup>	N/A <sup>5</sup>	7.36 <sup>2</sup>	16.84	9.48	128.80
Tamara Milovanovic	N/A <sup>5</sup>	N/A <sup>5</sup>	1.94 <sup>3</sup>	16.28	14.11 <sup>1</sup>	-2.17	-13.33
Dimitrios Giannopoulos	N/A <sup>5</sup>	N/A <sup>5</sup>	N/A <sup>5</sup>	N/A <sup>5</sup>	5.14 <sup>1</sup>	N/A	N/A
Prof. Alena Zemplinerová	0.20	0.20	0.20	0.20	0.20	0.00	0.00
Jan Kodaj	N/A <sup>5</sup>	N/A <sup>5</sup>	1.33 <sup>3</sup>	1.61	1.72	0.11	6.83
Seamus Minihan	N/A <sup>5</sup>	N/A <sup>5</sup>	8.44 <sup>3</sup>	15.25	17.06	1.81	11.87
Stanislava Juríková	0.40	0.40	0.40	0.40	0.40	0.00	0.00
Tomáš Hilgard	2.17	0.47	2.07 <sup>3</sup>	2.87	3.05	0.18	6.27

<sup>1</sup> The total amount of remuneration for the year 2025 relates, in the case of the respective Person with Significant Relationship to the Company, to his/her term of office lasting only for a part of the accounting period of the year 2025, i.e. it does not cover the whole year 2025. This may result in a negative annual change to the total amount of remuneration, or in a significant increase in the total remuneration for the year 2026 as compared to the preceding accounting period.

<sup>2</sup> The total amount of remuneration for the year 2024 relates, in the case of the respective Person with Significant Relationship to the Company, to his/her term of office lasting only for a part of the accounting period of the year 2024, i.e. it does not cover the whole year 2024. This may result in a significant increase in the total remuneration for the year 2025 as compared to the preceding accounting period.

<sup>3</sup> The total amount of remuneration for the year 2023 relates, in the case of the respective Person with Significant Relationship to the Company, to his/her term of office lasting only for a part of the accounting period of the year 2023, i.e. it does not cover the whole year 2023. This may result in a significant increase in the total remuneration for the year 2024 as compared to the preceding accounting period.

<sup>4</sup> The total amount of remuneration for the year 2022 relates, in the case of the respective Person with Significant Relationship to the Company, to his/her term of office lasting only for a part of the accounting period of the year 2022, i.e. it does not cover the whole year 2022. This may result in a significant increase in the total remuneration for the year 2023 as compared to the preceding accounting period.

<sup>5</sup> During the said accounting period, the respective person did not hold the office of a member of the Board of Directors or Supervisory Board of the Company and was therefore not a Person with Significant Relationship to the Company.

#### IV

##### **Number of shares or share options provided or offered (Section 121p (1) (d) of the Capital Market Undertakings Act)**

The Company does not pay remuneration in the form of Company shares or share options to Persons with Significant Relationship to the Company. Accordingly, no shares or share options were offered or provided to any Persons with Significant Relationship to the Company during the relevant accounting period. For the sake of completeness, the Company notes that during the relevant accounting period, no shares or similar securities representing an interest in the Company were held by any Persons with Significant Relationship to the Company (nor were there any options or comparable investment instruments whose value would be related to shares or similar securities representing an interest in the Company and to which any Persons with Significant Relationship to the Company would be parties or which would be executed for the benefit of any Persons with Significant Relationship to the Company).

#### V

##### **Information on the exercise of the Company's right to request the return of the variable component of remuneration or a part thereof**

##### **(Section 121p (1) (e) of the Capital Market Undertakings Act)**

Neither the Company nor the PMI Group has any rules set on the basis of which Persons with Significant Relationship to the Company could be required to return any previously paid variable components of their remuneration or any parts thereof.

#### VI

##### **Information on deviations from the procedure of implementation of the remuneration policy set out in the Remuneration Policy and on deviations from the Remuneration Policy**

##### **(Section 121p (1) (f) of the Capital Market Undertakings Act)**

In the relevant accounting period, the Company did neither deviate from the procedure of implementation of the remuneration policy set out in the Remuneration Policy nor from the Remuneration Policy itself.

#### VII

##### **Information on the annual change to the Company's financial and non-financial key performance indicators**

##### **(Section 121p (2) of the Capital Market Undertakings Act)**

There was no change to the Company's financial and non-financial performance indicators in the relevant accounting period.

## VIII

### Annual change to the average remuneration of the Company's employees

In accordance with Section 121p (2) of the Capital Market Undertakings Act, the annual change to the average remuneration of the Company's employees (excluding Persons with Significant Relationship to the Company), recalculated per employee with specified weekly working hours, for at least the last five accounting periods following the date of admission of the shares to trading on a regulated market.

	Average remuneration in CZK	Annual change to average remuneration in CZK	Annual change to average remuneration in %
2021	651,075	71,058	12.25
2022	809,594	158,519	24.35
2023	914,496	104,902	12.96
2024	1,043,421	128,925	14.10
2025	1,156,421	113,000	10.83

In Kutná Hora, on April 27, 2026

Philip Morris ČR a.s.



**Fabio Costa**

Chairperson of the Board of Directors of the Company

Philip Morris ČR a.s.



**Maurizio Lionetti**

Member of the Board of Directors of the Company