



PHILIP MORRIS ČR

DRAFT DECISION OF THE GENERAL MEETING

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"),

**presented by the Board of Directors of the Company
in relation to the decision-making to be performed outside the
General Meeting ("*per rollam*")**

in accordance with Section 418 *et seq.* of Act No. 90/2012 Coll., on Business Corporations and Cooperatives (the Act on Business Corporations), as amended (the "**Business Corporations Act**"), in conjunction with Article 8 (4) *et seq.* of the Articles of Association of the Company

Note: The English version of this document is published for informational purposes only. The prevailing version of this document is the version published in the Czech language.

The decision-making to be performed outside the General Meeting of the Company concerns the following point:

1. Amendment of the Articles of Association of the Company.

The following schedules form integral parts of this Draft Decision:

1. Instructions for the *Per Rollam* Decision-Making;
2. Voting Form for the Company's Shareholders to Express Their Opinions on the Draft Decision;

Voting on this Draft Decision will be governed by the instructions for the *per rollam* decision-making, which form an integral part of this Draft Decision and are attached as Schedule 1 to this Draft Decision.

Draft Decision:

1. Amendment of the Articles of Association of the Company

1.1. Draft Decision:

The draft decision on the amendment of the Articles of Association of the Company, including its justification, has been prepared in the form of a notarial record in accordance with Section 419 (2) of the Business Corporations Act. A copy of that notarial record containing the draft decision on the amendment of the Articles of Association is attached on the pages below. An electronic copy of the relevant Notarial Record NZ 235/2022 of 15 October 2022 is also published in a manner allowing for remote access on the following website: <http://www.philipmorris.cz>, in section titled "For shareholders".

The draft of the relevant decision is contained in Clause Three and begins on "Page Three" of the Notarial Record and the justification of the draft is set out on "Page Three" and "Page Four" of the Notarial Record.

(QR code)

COUNTERPART

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Notarial Record

prepared by JUDr. Josef Doležal, a notary with his registered office in Kutná Hora, at the notary's office in Kutná Hora, Benešova 97, on 15 October 2022 (in words: the fifteenth day of October of the year two thousand and twenty-two).-----

The Participant, **Philip Morris ČR a.s.**, identification no. 14 80 35 34, with its registered office in Kutná Hora, Vítězná 1, postcode 284 03, registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, File 627, represented by Petr Šedivec, born on 6 May 1977, residing and permanently staying in Rakovník II, V Lukách 2163, postcode 269 01, as an authorised person empowered by the Board of Directors of Philip Morris ČR a.s., identification no. 14 80 35 34, with its registered office in Kutná Hora, Vítězná 1, postcode 284 03, to prepare a draft decision of the General Meeting of the Company to be adopted outside the meeting, in the form required by law, and to sign the notarial record on the draft decision of the General Meeting of the Company to be adopted outside the meeting. An excerpt of the announcement of results of the voting performed outside the meeting of the Board of Directors of Philip Morris ČR a.s., dated 14 October 2022, is attached to this Notarial Record.-----

Petr Šedivec, whose identity has been proven on the basis of a valid official identity card, declares that he is capable of performing independent legal acts within the scope of the legal act on which this Notarial Record is made.-----

Petr Šedivec enters this draft decision, which is to be adopted outside any meeting of the bodies of the legal entity, in the notarial record prepared pursuant to Section 80gc of Act No. 358/1992 Coll., on Notaries and Their Activities, as amended, as follows:-----

Draft Decision of the General Meeting of Philip Morris ČR a.s. To Be Adopted Outside the General Meeting (*Per Rollam*)

Article One: I have verified the existence of Philip Morris ČR a.s., identification no. 14 80 35 34, with its registered office in Kutná Hora, Vítězná 1, postcode 284 03, registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, File 627, on the basis of an extract from the Commercial Register issued by JUDr. Josef Doležal, notary, under no. V - 424/2022, on 12 October 2022. Furthermore, Petr Šedivec submitted to the notary the Company's Articles of Association dated 24 May 2022, about which he stated that they constituted the latest full wording of the Articles of Association of Philip Morris ČR a.s.-----

Petr Šedivec declares that he has been authorised by the Board of Directors of Philip Morris ČR a.s. (as the statutory convener of the General Meeting) to ensure the preparation of the draft decision of the General Meeting of the Company to be adopted outside the meeting and to sign the notarial record on the draft decision of the General Meeting of the Company to be adopted outside the meeting.-----

Pursuant to the provisions of Section 418 (1) of Act No. 90/2012 Coll., on Business Companies and Cooperatives, as amended, the person authorised to convene the General Meeting shall send a draft decision to be adopted outside the General Meeting (*per rollam*) to all shareholders. Pursuant to Section 402 (1) of the Act on Companies and Cooperatives, as amended, and Article 9 (1) of the Company's

Articles of Association, the General Meeting of a joint-stock company shall be convened by the Board of Directors.-----

Article Two: The authorisation of the General Meeting of Philip Morris ČR a.s. to adopt decisions *per rollam* has been verified on the basis of the following:-----

- The Board of Directors of Philip Morris ČR a.s., whose meeting was held on 14 October 2022 (in words: on the fourteenth day of October of the year two thousand and twenty-two) resolved that the General Meeting of the Company would decide on an amendment of the Company's Articles of Association outside the General Meeting (*per rollam*). -----
- On the basis of the submitted announcement of the results of the voting performed outside the meeting of the Board of Directors of Philip Morris ČR a.s. on 14 October 2022 (in words: on the fourteenth day of October of the year two thousand and twenty-two), dated 14 October 2022 (in words: on the fourteenth day of October of the year two thousand and twenty-two), according to which the Board of Directors approved the draft decision of the General Meeting to be adopted outside the meeting (*per rollam*) and at the same time instructed Petr Šedivec to ensure the preparation of the draft decision of the General Meeting of the Company to be adopted outside the meeting and to sign the notarial record on the draft decision of the General Meeting of the Company to be adopted outside the meeting, as well as all other related documents; -----
- On the basis of the provisions of Article 8 (4) of the Company's Articles of Association, by which the decision-making of the General Meeting outside the meeting (*per rollam*) is permitted, the provisions of Section 418 *et seq.* of Act No. 90/2012 Coll., on Companies and Cooperatives, as amended, and on the basis of the decision of the Board of Directors of Philip Morris ČR a.s., which resolved in accordance with the above provisions of the Company's Articles of Association and the Act on Companies and Cooperatives, that the General Meeting of the Company would decide outside the meeting; -----
- The date decisive (relevant) for the decision-making of the General Meeting to be performed outside the meeting (*per rollam*) is, pursuant to Article 8 (7) of the Company's Articles of Association, the 7th day preceding the date of sending the draft decision to all shareholders; -----
- On the basis of the provisions of Article 8 (2) (a) of the Company's Articles of Association, and the provisions of Section 421 (2) (a) of Act No. 90/2012 Coll., on Companies and Cooperatives, as amended, where it was ascertained that the authority of the General Meeting includes resolutions on changes of the Articles of Association, except for changes which are the consequence of an increase in the registered share capital by the authorised Board of Directors or a change arising as a result of other legal facts. -----

Pursuant to the provision of Article 8 (5) of the Company's Articles of Association, a person authorised to convene the General Meeting shall deliver a draft resolution to all shareholders of the Company:----

- (a) by its publication on the Company's website and, at the same time,-----
- (b) by publication of the information that the General Meeting will resolve *per rollam* in the Commercial Bulletin (*Obchodní věstník*), -----

whereas this method of delivery shall replace the sending of the draft resolution to all shareholders at their addresses. The draft resolution shall be delivered to each shareholder on the date on which the essentials referred to in sub-paragraphs a) and b) of this paragraph 5 are fulfilled. The time limit for receipt of a shareholder's statement shall be at least 15 days from the date of dispatch. -----

Pursuant to the provision of Article 8 (6) of the Company's Articles of Association, the person authorised to convene the General Meeting shall ensure that, at least 15 days before the date of dispatch of the draft resolution, the Company publishes on its website a notice of the *per rollam* decision-making and, in particular, the information on the manner of and possibility for the shareholders of becoming acquainted with the draft resolution and the supporting documents for the draft. In addition, the person authorised to convene the General Meeting shall determine in the notice more detailed conditions and instructions on the *per rollam* decision-making, *inter alia*, the method of showing consent to the draft resolution.-----

Article Three: The following draft resolution is submitted to the shareholders of Philip Morris ČR a.s. for *per rollam* decision:-----

“The General Meeting decides outside the meeting (*per rollam*) to amend the Articles of Association of the Company as follows:-----

(i) in Part **I. Basic Provisions**, the wording of **Article 3 Scope of Business** is amended to read as follows:-----

Article 3

Scope of Business

The Company’s scope of business shall be:-----

- the processing of tobacco and manufacture of tobacco products;-----
- hospitality activities;-----
- sale of fermented alcohol, drinking alcohol and spirits;-----
- production of hazardous chemicals and hazardous chemical mixtures and sale of chemicals and chemical mixtures classified as highly toxic and toxic;-----
- manufacture, trade and services not listed in Appendices 1 to 3 of the Trade Licensing Act;----- areas of activities:-----
 - a) wholesale and retail trade;-----
 - b) mediation of trade and services;-----
 - c) rental and lending of movable assets;-----
 - d) waste management (excluding hazardous waste);-----
 - e) storage, packaging of goods, cargo handling and technical activities in transport;-----
 - f) freight forwarding and representation in customs proceedings;-----
 - g) advisory and consultancy services, preparation of expert studies and reports;-----
 - h) purchase, sale, management and maintenance of real estate;-----
 - i) accommodation services;-----
 - j) preparatory and finishing construction work, specialised construction activities;-----
 - k) operation of cultural, cultural-educational and entertainment facilities, organisation of cultural productions, balls, exhibitions, fairs, shows, sales and similar events;-----
 - l) production, reproduction, distribution, sale and rental of sound and sound-visual records and production of non-recorded data carriers and records.-----

(ii) in Part **I. Basic Provisions**, **Article 6 Rights and Obligations of the Company’s Shareholders**, the second sentence of paragraph 4. is amended to read as follows:-----

4. 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.-----

Justification of the proposed amendments (changes) of the Articles of Association:-----

The main reason for the proposed partial amendments of the Company’s Articles of Association regarding the Company’s scope of business is to enable the Company to perform business activities falling under the qualified trade of “production of hazardous chemicals and hazardous chemical mixtures and sale of chemicals and chemical mixtures classified as highly toxic and toxic” or, more precisely, to obtain a trade license for the above trade, in order to further develop the Company’s business activities, in particular by launching new products to the market.-----

In view of the amendment of Act No. 37/2021 Coll., on Register of Beneficial Owners, it is further proposed to add “as amended” reflecting the above fact to the relevant paragraph of the Articles of Association (Article 6 (4)); in other respects, paragraph (4) remains unchanged.-----

The full draft of the amended Articles of Association of the Company is published in a manner allowing remote access on the following website: <http://www.philipmorris.cz> in the “For Shareholders” section. At the same time, the full draft of the amended Articles of Association of the Company will be available for view to each shareholder, free of charge, at the Company’s headquarters, i.e. in Kutná Hora, at Vítězná 1, postcode 284 03, on business days from 4 November 2022 to 6 December 2022, always between 2 p.m. and 5 p.m. Each shareholder has the right to request the sending of a copy of the draft of the Articles of Association at that shareholder’s own cost and risk. -----

The proposed amendment of the Articles of Association shall come into effect on the date of its approval by the General Meeting. -----

Article Four: The period for the shareholder’s *per rollam* statement (opinion) on this draft decision shall end on 6 December 2022 (in words: the sixth day of December of the year two thousand and twenty-two). -----

Article Five: Statement of the notary on preconditions for the preparation of a notarial record: Pursuant to Section 70a (1) of the Act on Notaries and Their Activities, I state that the legal act complies with legal regulations and with any other documents in the case of which the compliance with legal regulations is required by a special legal regulation; that the legal act complies with the requisites and conditions stipulated for registration in a public register by a special legal regulation; and that the relevant formalities have been fulfilled, if a special legal regulation stipulates them for the legal act or for registration in a public register, or that the fulfilment of the formalities has been documented to a notary. -----

Clause Six: This notarial record has been prepared on the above legal act and, after having been read by the authorised member of the Board of Directors, it was signed and approved. -----

Petr Šedivec, in his own handwriting

JUDr. Josef Doležal,
notary, in his own handwriting

JUDr. Josef Doležal,
notary in Kutná Hora
L. S.

PŘÍLOHA k NZ č. 235/2022

<p>Philip Morris ČR a.s., se sídlem Kutná Hora, Vítězná 1, PSČ 284 03, IČ 148 03 534, zapsaná v obchodním rejstříku vedeném Městským soudem v Praze, odd. B., vložka 627</p>	<p>Philip Morris ČR a.s., with its registered office at Kutná Hora, Vítězná 1, PSČ 284 03, Identification no.148 03 534, registered in the commercial register administered by the Municipal court in Prague, Section B., File 627</p>
<p>VÝŇATEK Z OZNÁMENÍ VÝSLEDKŮ HLASOVÁNÍ MIMO ZASEDÁNÍ PŘEDSTAVENSTVA (TZV. PER ROLLAM)</p>	<p>EXCERPT FROM THE ANNOUNCEMENT OF THE RESULTS OF THE VOTING OUTSIDE THE MEETING OF THE BOARD OF DIRECTORS (PER ROLLAM)</p>
<p style="text-align: center;">***</p> <p>Vážení členové představenstva,</p> <p>jakožto předsedkyně představenstva společnosti Philip Morris ČR a.s., se sídlem Kutná Hora, Vítězná 1, PSČ 284 03, identifikační číslo: 14803534, zapsané v obchodním rejstříku vedeném Městským soudem v Praze, oddíl B, vložka 627 (dále jen „Společnost“), Vám v souvislosti s uskutečněným hlasováním představenstva Společnosti mimo zasedání (tzv. per rollam), které proběhlo se souhlasem všech členů představenstva Společnosti prostřednictvím elektronického hlasování pomocí elektronické pošty (e-mailu) v souladu s ustanovením § 158 zákona č. 89/2012 Sb., občanský zákoník, ve znění pozdějších předpisů, a čl. 14 odst. 14 stanov Společnosti, oznamuji, že:</p> <p style="text-align: center;">***</p>	<p style="text-align: center;">***</p> <p>Dear members of the Board of Directors,</p> <p>as the Chairperson of the Board of Directors of Philip Morris ČR a.s., whose registered office is in Kutná Hora, Vítězná 1, Postal Code: 284 03, identification number: 14803534, registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, File 627 (the “Company”), I hereby announce to you the results of voting of the Board of Directors of the Company outside the meeting (per rollam) which took place with the consent of all members of the Board of Directors of the Company by electronic voting via e-mail in accordance with Section 158 of Act No. 89/2012 Coll., the Civil Code, as amended, and Article 14 (14) of the Company’s Articles of Association, as follows:</p> <p style="text-align: center;">***</p>
<p>Návrh usnesení ve znění:</p> <p><i>„Představenstvo Společnosti pověřuje pana Petra Šedivce, dat. nar. 6. května 1977, bytem V Lukách 2163, Rakovník II, PSČ: 269 01, Rakovník, jakožto člena představenstva Společnosti, aby za představenstvo v souvislosti s předložením návrhu usnesení valné hromadě Společnosti při přijímání</i></p>	<p>The proposed draft decision:</p> <p><i>„The Company’s Board of Directors hereby authorises Mr. Petr Šedivec, born on 6 May 1977, permanently residing at V Lukách 2163, Rakovník II, Postal Code: 269 01, Rakovník, as a member of the Company’s Board of Directors, to represent the Board of Directors in</i></p>

<p>rozhodnutí mimo zasedání (tzv. per rollam) v souladu s ustanoveními § 418 a násl. zákona č. 90/2012 Sb., o obchodních společnostech a družstvech (zákon o obchodních korporacích), ve znění pozdějších předpisů):</p>	<p>relation to submission of the draft resolutions to the General Meeting of the Company in the decision-making outside the meeting (per rollam) in accordance with Sections 418 and following of the Act No. 90/2012 Coll., on Business Corporations and Cooperatives, as amended, in order:</p>
<p>a) zajistil vyhotovení návrhu rozhodnutí valné hromady Společnosti mimo zasedání obsahující návrh změn stanov Společnosti ve znění schváleném představenstvem Společnosti, a to ve formě požadované právními předpisy České republiky (dále jen „Návrh změn stanov“);</p> <p>b) v souvislosti s výše uvedeným jednal s příslušným notářem či jinými třetími osobami a podepsal notářský zápis o návrhu rozhodnutí valné hromady společnosti Philip Morris ČR a.s., mimo zasedání valné hromady, obsahující Návrh změn stanov, jako i veškeré další listiny, prohlášení, zápisy, žádosti, návrhy apod. a uskutečnil veškerá další jednání (včetně právních jednání), které budou nutné či vhodné v souvislosti s výše uvedeným.“</p>	<p>a) to procure drawing up and recording of the draft resolution of the General Meeting of the Company outside the meeting containing the draft amendment of the Articles of Association of the Company as approved by the Company's Board of Directors in the form required by Czech law (the "Draft Amendment of the Articles of Association");</p> <p>b) to act and to deal with the relevant notary or any other third persons and to execute the notarial deed regarding the draft resolution of the General Meeting of the company Philip Morris ČR a.s. outside the meeting containing the Draft amendment of the Articles of Association, as well as to execute all other documents, declarations, minutes, applications, motions etc. and to make any other acts (including legal acts) which he will consider in his sole discretion as necessary or suitable in respect to the above.“</p>
<p>Pro uvedený návrh usnesení jednomyslně hlasovalo ve stanovené lhůtě všech šest stávajících členů představenstva Společnosti.</p>	<p>The proposed draft decision had been unanimously approved by all six current members of the Company's Board of Directors within the set deadline.</p>
<p>Výše uvedené usnesení bylo představenstvem Společnosti přijato dne 14. října 2022.</p>	<p>The proposed draft decision has been adopted by the Company's Board of Directors on 14 October 2022.</p>
<p>***</p>	<p>***</p>

<p>Tento výňatek z oznámení výsledku hlasování představenstva Společnosti mimo zasedání (tzv. per rollam) je vyhotoven dvojjazyčně, a sice v jazyce anglickém a českém. V případě jazykových rozdílů je rozhodnou verze česká.</p>	<p>This excerpt from the announcement of the results of the voting of the Board of Directors of the Company outside the meeting (per rollam) is executed in two language versions, in Czech and English. In the event of any language discrepancies, the Czech version shall prevail.</p>
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Dne 14. října 2022 / On 14 October 2022

Andrea Gontkovičová

Předseda představenstva /

Chairperson of the Board of Directors of **Philip Morris ČR a.s.**

I confirm that this counterpart of the Notarial Record corresponds word-for-word to the Notarial Record prepared on 15 October 2022 under no. NZ 235/2022. -----
The counterpart was prepared on 20 October 2022. -----

(Signature: Dr. Josef Doležal, notary)

(Imprint of a round official stamp with the following text:)

JUDr. JOSEF DOLEŽAL
NOTARY IN KUTNÁ HORA

(Imprint of a round official stamp with the following text:)

JUDr. JOSEF DOLEŽAL
NOTARY IN KUTNÁ HORA

(Round seal with the following text:)

JUDr. JOSEF DOLEŽAL
NOTARY IN KUTNÁ HORA

(Imprint of a round official stamp with the following text:)

JUDr. JOSEF DOLEŽAL
NOTARY IN KUTNÁ HORA

This Draft Decision is numbered as Draft Decision 1.1 to Point 1.

The draft of the amendment of the Articles of Association of the Company prepared in the form of Notarial Record NZ 235/2022 of 15 October 2022, as well as the full wording of the Articles of Association of the Company with the proposed amendments marked, will also be available for view to each and every shareholder for free at the Company's registered office, i.e. in Kutná Hora, at Vítězná 1, postcode 284 03, from 2 p.m. to 5 p.m. on business days between 4 November 2022 and 6 December 2022. Each shareholder has the right to request the delivery of a copy of the draft of the amendments of the Articles of Association at that shareholder's own expense and risk.

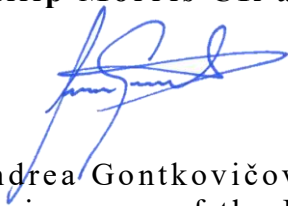
The full wording of the Articles of Association of the Company with the proposed amendments marked (the underlined text is proposed for insertion, the crossed-out text for deletion) is also published in a manner allowing for remote access on the following website: <http://www.philipmorris.cz>, in section titled "For Shareholders".

The Board of Directors hereby requests the shareholders to provide their opinions (statements) on the aforementioned Draft Decision by each of them completing the Voting Form for the Company's Shareholders to Express Their Opinions on the Draft Decision, which forms an integral part of this Draft Decision and is attached as Schedule 2 to this Draft Decision, and delivering the completed Voting Form to the Company in accordance with the instructions for the *per rollam* decision-making, which form an integral part of this Draft Decision and are attached as Schedule 1.

The completed Voting Forms must be delivered to the Company no later than on 6 December 2022. Completed Voting Forms that are sent but not delivered to the Company within the set period (i.e. by 6 December 2022) will not be taken into account. If a shareholder does not deliver that shareholder's consent to, or its opinion on, the Draft Decision within the set period (i.e. by 6 December 2022), in accordance with Section 419 (1) of the Business Corporations Act, it means that the shareholder does not agree with the Draft Decision. The Company's shareholders will be informed of the results of the voting by the Company's shareholders performed outside the General Meeting of the Company in accordance with legal regulations on 21 December 2022.

In Kutná Hora, on 3 November 2022

Philip Morris ČR a.s.



Andrea Gontkovičová
Chairperson of the Board of Directors

Philip Morris ČR a.s.



Anton Stankov
Member of the Board of Directors

SCHEDULE 1

Instructions for the Performance of the *Per Rollam* Decision-Making



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 in accordance with Section 418 *et seq.* of Act No. 90/2012 Coll., on Companies and Cooperatives (the Act on Corporations), as amended (the "**Corporations Act**"),

in conjunction with Article 8 (4) *et seq.* of the Articles of Association of the Company,

sets out these

instructions for the decision-making by the General Meeting of the Company outside the meeting ("*per rollam*") (the "*Per Rollam* Instructions")

Article 1

Basic Provisions

1. These *Per Rollam* Instructions, in conjunction with Article 8 (4) *et seq.* of the Articles of Association of the Company, regulate the rules for proving the authorisation of the General Meeting of the Company to adopt decisions outside the meeting (the "***per rollam* decision-making**"), the method of exercising shareholders' rights and the voting rules within the *per rollam* decision-making, including rules for the delivery of documents.
2. The *per rollam* decision-making consists in the exercise of voting and other shareholder rights in writing without the personal participation of shareholders at the General Meeting, through written submissions delivered to the Company. The *per rollam* decision-making takes place in three steps: (1) distribution of the draft decision to the shareholders, namely in the form of publication of the draft decision in a manner allowing for remote access on the following website: <http://www.philipmorris.cz>, in section titled "For shareholders" (the "**Website**") and, at the same time, by official publication of the information that the General Meeting will decide *per rollam* in the Commercial Bulletin (*Obchodní věstník*); (2) delivery of the shareholders' opinions on the draft decision; and (3) announcement of the decision adopted *per rollam*. A decision adopted *per rollam* is a decision of the General Meeting as the supreme body of the Company, adopted outside the General Meeting.
3. For the purposes of these *Per Rollam* Instructions, the term "shareholder" also includes any representative (proxy) of the shareholder, unless stipulated otherwise below or unless the meaning of the particular provision requires otherwise.
4. If these *Per Rollam* Instructions are not complied with in the exercise of shareholder rights, the legal acts of the shareholders will not be taken into account, unless stipulated otherwise below. If, in exercising the right to vote, the non-compliance with the instructions only relates to one of the draft decisions (if several decisions are proposed to be adopted), the legal acts of the particular shareholder will not be taken into account in relation to the relevant point regarding which the shareholder did not comply with the *Per Rollam* Instructions.

5. Unless stipulated otherwise below, the timing of the *per rollam* decision-making is specified in the timetable of the *per rollam* decision-making which forms part of the announcement of the Board of Directors on its decision to perform the decision-making of the General Meeting outside the meeting (“*per rollam*”), which is published on the Website. Terms related to the timing of the *per rollam* decision-making used in these *Per Rollam* Instructions have the same meaning as defined in the aforementioned timetable.

Article 2

Organisation of the *Per Rollam* Decision-Making

1. The organiser of the *per rollam* decision-making is ADMINISTRER, spol. s r.o., whose registered office is at Husova 109/19, Kutná Hora - Vnitřní Město, 284 01 Kutná Hora, identification number 47551054 (the “**Organiser**”). The Organiser arranges for the Company the receipt and sending of documents, counting of votes, and evaluation of the *per rollam* decision-making.
2. Any person who is a shareholder of the Company as at the date decisive for the *per rollam* decision-making (the “**Decisive Date for the decision-making**”) has the right to participate in the *per rollam* decision-making and exercise shareholder rights. In the case of the Company’s book-entered shares, the shareholder entitled to exercise voting and other shareholder rights, directly or by proxy, is any shareholder who is listed in the extract from the Issue Register of the Company, i.e. in the Register of Book-Entered Securities maintained under a special legal regulation as at the Decisive Date for the decision-making. In the case of the Company’s certificated shares, the shareholder entitled to exercise voting and other shareholder rights, directly or by proxy, is any shareholder listed in the List of Shareholders of the Company as at the Decisive Date for the decision-making (unless it is proven that the relevant entry in the List of Shareholders as at that date does not reflect the actual state of affairs). An extract from the Register of Book-Entered Securities and from the List of Shareholders will be provided by the Company.
3. The form to exercise the voting rights (the “**Voting Form**”) together with the draft decision and other supporting documents for the *per rollam* decision-making (the “**Draft Decisions**”¹), will be published on the Website, where these documents will be available to the shareholders throughout the period of the *per rollam* decision-making.

Article 3

Proving the Authorisation to Perform the *Per Rollam* Decision-Making

1. A shareholder – individual who was a shareholder of the Company as at the Decisive Date for the decision-making proves that shareholder’s authorisation to perform the *per rollam* decision-making by means of an officially verified signature on the Voting Form. If a shareholder is represented by a proxy, the proxy is obliged to attach to the Voting Form a written power of attorney to represent the shareholder in the exercise of that shareholder’s voting and other shareholder rights within the *per rollam* decision-making (the “**Power of Attorney**”) with an officially verified signature of the proxy, unless stipulated otherwise below. If a Voting Form or a Power of Attorney is signed before foreign authorities or institutions, or if verification clauses of any foreign authorities or institutions are attached to a Voting Form or a Power of Attorney, an apostille or any other clause or verification required in official communication by the Czech authorities in the case of similar foreign documents must be attached to those documents. If a Power of Attorney or any of the said clauses or verifications is made in a foreign language (with the exception of Slovak), an official translation thereof into the Czech language must be attached to it.
2. In the case of a shareholder – legal entity who was a shareholder of the Company as at the Decisive Date for the decision-making, the person authorised to act on behalf of the shareholder proves that person’s authorisation by that person’s officially verified signature on the Voting Form and by the original or an officially verified copy of the up-to-date extract related to that entity from the Commercial Register or any other relevant register (not older than 3 months) proving the existence of the legal entity and certifying that person’s right to act on behalf of the legal entity. If the shareholder is represented by a proxy, the proxy is obliged to attach to the Voting Form a written Power of Attorney with an officially verified signature of the proxy – the person representing the principal, unless stipulated otherwise below. If a Voting Form, a Power of Attorney or an extract from the Commercial Register or any other relevant register is signed

¹ For the avoidance of doubt, it is understood that “draft decisions” (Draft Decisions) also includes the singular, i.e. a “draft decision” (Draft Decision).

before or made by foreign authorities or institutions, or if verification clauses of any foreign authorities or institutions are attached to a Voting Form, a Power of Attorney or an extract, an apostille or any other clause or verification required in official communication by the Czech authorities in the case of similar foreign documents must be attached to those documents. If any of the aforementioned documents, clauses or verifications is made in a foreign language (with the exception of Slovak), an official translation thereof into the Czech language must be attached to it.

3. An officially verified signature on the Voting Form can be replaced by an electronic signature in certain pre-defined cases. Electronic signature means a recognised electronic signature within the meaning of Act No. 297/2016 Coll., on Services Creating Trust in Electronic Transactions, as amended, i.e. a guaranteed electronic signature based on a qualified certificate for electronic signature or a qualified electronic signature (the “**electronic signature**”).
4. To grant a written Power of Attorney, shareholders may also use a form which is published on the Company’s Website and at the Company’s registered office. Any shareholder has the right to request the delivery of a Power of Attorney form in printed form or by electronic means at that shareholder’s own expense and risk.
5. Any notices concerning the granting of any Powers of Attorney as well as of their revocations by the relevant principal(s) may only be delivered to the Company in writing, by any of the delivery methods set out in the rules for the delivery of documents pursuant to Article 6 of these *Per Rollam* Instructions and with any formal requirements stipulated therein (including the authorised conversion). For the purpose of seamless processing, it is requested that the relevant matter be properly identified in the subject of the relevant message, namely as a “*Per Rollam* Power of Attorney”. If any such notice does not allow the Company to assess the compliance of the Power of Attorney with statutory requirements or to unambiguously identify the signatory (especially if no electronic signature as defined above is attached to the Power of Attorney), the Company is entitled to request additional information to verify the particular shareholder’s representation.
6. Shareholders may also be represented in the exercise of rights associated with shares issued as book-entered securities by a person registered as at the Decisive Date for the decision-making in the Register of Investment Instruments or in the Issue Register of the Company, i.e. in the Register of Book-Entered Securities maintained under a special legal regulation, as an administrator or as a person authorised to exercise rights associated with shares. Instead of a Power of Attorney, such a person proves that person’s identity with an extract from the Register of Investment Instruments or an extract from the Register of Book-Entered Securities; this is not necessary if the Company obtains an extract from such register by itself for the purposes of exercising the rights attached to the shares. The aforementioned extract must indicate the authorisation of the relevant person to represent and exercise the rights of the shareholder.
7. The rules governing representation (or the exercise of shareholder rights) by an administrator or a person authorised to exercise rights associated with shares on behalf of a shareholder contained in paragraph 6 of this article will not apply if the Company is delivered, in a manner and to the addresses specified in Article 6 (2) of these *Per Rollam* Instructions, a manifestation of the shareholder’s will to recall or limit that shareholder’s representation so that the representation in the *per rollam* decision-making is not permitted within the given scope, or if the shareholder exercises that shareholder’s voting right directly and not through an administrator.

Article 4

Manner of Exercising Shareholders’ Rights

1. Each shareholder exercises that shareholder’s rights in person or by proxy, unless legal regulations stipulate otherwise. Each shareholder is therefore entitled, in accordance with legal regulations, to participate in the *per rollam* decision-making and to vote, and has the right to request and receive from the Company explanations of matters concerning the Company or its controlled persons, if such explanations are necessary for the assessment of matters included in the *per rollam* decision-making or for the exercise of shareholder rights related thereto. The raising of proposals and counter-proposals by a shareholder is not permitted, except for the rights of a qualified shareholder under Article 9 of these *Per Rollam* Instructions. Shareholder rights are only exercised in writing.

Article 5

Rules for Voting within the *Per Rollam* Decision-Making

1. The registered capital of the Company amounts to CZK 2,745,386,000 (in words: two billion seven hundred and forty-five million three hundred and eighty-six thousand Czech crowns). The Company issued 1,913,698 registered book-entered shares and 831,688 registered certificated shares, i.e. a total of 2,745,386 shares with a nominal value of CZK 1,000 each, as at the Decisive Date for the decision-making. Each share of the Company is associated with one vote for the *per rollam* decision-making, i.e. the total number of votes is 2,745,386 votes. The majority decisive for the adoption of all decisions (i.e. a two-third majority in the case of decisions on amendments of the Articles of Association, and the absolute majority in the case of any other decisions) is calculated from the total number of votes of all shareholders of the Company. When determining the total number of votes of all shareholders of the Company, neither the votes associated with the shares held by the Company (if any) nor votes of the shareholders unable to exercise their voting right shall be taken into account. A condition for exercising the voting right by a shareholder is also the registration 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 registration of the beneficial owner pursuant to the said Act.
2. The exercise of the voting right within the *per rollam* decision-making is only performed in writing, namely in printed form or in electronic form in accordance with the rules for the delivery of documents pursuant to Article 6 of these *Per Rollam* Instructions (due to the necessity of legal certainty in connection with the proper identification of shareholders, no other forms of voting using any other technical means, e.g. a telephone, are permitted). The shareholders or their proxies express their opinions on the Draft Decisions and vote on them only using the Voting Form intended for the shareholders' opinions on the Draft Decisions, which forms part of the Draft Decisions. Only the Voting Form published on the Website as at the date of dispatch of the Draft Decision within the meaning of the Article 8 (5) of the Articles of Association of the Company can be used for voting. It is necessary to print out the Voting Form published on the Website and complete it.
3. Voting begins on the date of dispatch of the Draft Decision to the shareholders within the meaning of Article 8 (5) of the Articles of Association of the Company, which is the date of their publication on the Website (incl. the Voting Forms), and, at the same time, the official publication of the information that the General Meeting will decide *per rollam* in the Commercial Bulletin (*Obchodní věstník*). The proposal(s) of the Board of Directors or the Supervisory Board, or counter-proposal(s) of the Board of Directors or the Supervisory Board raised in connection with any proposal(s) of a shareholder or shareholders holding shares with an aggregate nominal value of at least 1% of the registered capital, are voted on first.
4. Each of the shareholders will vote on the Draft Decisions by completing the Voting Form and delivering the completed Voting Form to the Company in writing in accordance with the rules for the delivery of documents set out in Article 6 of these *Per Rollam* Instructions. In order for the Voting Form to be taken into account, it must be delivered within the period for the delivery of the shareholder's *per rollam* opinion on the Draft Decisions (the "**Voting Period**"). If a shareholder does not deliver the completed Voting Form within the Voting Period, it means that the shareholder does not agree with all Draft Decisions (with the Draft Decision). If a shareholder does not wish to participate in the *per rollam* decision-making, that shareholder does not need to complete the Voting Form and send it to the Company. This means then that the shareholder does not agree with the Draft Decisions. The shareholder that, contrary to the Act on Register of Beneficial Owners, has no beneficial owner registered in the Register of Beneficial Owners pursuant to the said Act by the day of delivery of the Voting Form at the latest (within the Voting Period), will not exercise its voting right and its manifestations of will expressed in the Voting Form will not be taken into account.
5. Each shareholder shall state the following information on the Voting Form:
 - a. that shareholder's name, surname, date of birth and residence address, if the shareholder is an individual, or that shareholder's trade or business name, registered office, identification number (and in the case of foreign entities a similar registration number, if assigned) and details of its acting person, if the shareholder is a legal entity;
 - b. the number of shares with which the shareholder participates in the voting. If the number of shares is not specified in the Voting Form or if the number of shares is higher than that resulting from the Register of Book-Entered Securities or the List of Shareholders as at the Decisive Date for the decision-making, the shareholder will participate in the *per rollam* decision-making to the extent of the shares specified in the Register of Book-Entered Securities or the List of Shareholders as at the Decisive Date for the decision-making. If a lower number of shares is specified in the Voting Form than that resulting from the Register of Book-Entered Securities or the List of Shareholders as at the Decisive Date for the decision-making, the shareholder will participate in the *per rollam* decision-

making to the extent of that lower number of shares specified in the Voting Form;

- c. marking one of the “FOR” or “AGAINST” options with a cross at the relevant point of the respective Draft Decision, or not marking either of these two options. The shareholder’s consent is expressed by marking the option “FOR”, and the shareholder’s dissent is expressed by marking the option “AGAINST” or by not marking either of the two options. If the shareholder does not agree with the content of all Draft Decisions, that shareholder does not need to complete the Voting Form and send it to the Company. This means then that the shareholder does not agree with the Draft Decisions;
 - d. a handwritten signature of the shareholder, either with official verification or in the form of an electronic signature in accordance with the rules for the delivery of documents pursuant to Article 6 of these *Per Rollam* Instructions. In accordance with Article 6 (2) (b) of these *Per Rollam* Instructions, the official verification of a signature on the Voting Form is not required if the Voting Form is sent via a data box of the signing shareholder.
6. The shareholder is not entitled to change the Voting Form in any manner or otherwise interfere with it, with the exception of stating on it that the amendment constitutes a change or revocation of a vote cast earlier pursuant to paragraphs 8 and 9 of this article. If the text in the Voting Form is changed, crossed out or rewritten by the shareholder, the Voting Form will be invalid in the particular point or points of voting so amended and that shareholder’s vote on the particular point or points will not be taken into account. If the shareholder’s will is not clearly apparent from the Voting Form, i.e. if it is not clearly apparent from the Voting Form whether the shareholder has marked the option “FOR” or “AGAINST”, or if the shareholder has not indicated either of the options (e.g. both options are selected or the vote is confusing for any other reason), the Voting Form will be invalid in this point and the vote on this point will not be taken into account.
 7. Manifestations of will of shareholders that are not expressed in the Voting Form issued by the Company are invalid and will not be taken into account. Voting Forms that are torn are also invalid. Damage to or folding of the Voting Form does not affect its validity if the voting information is clearly shown in the Voting Form. The vote is invalid if several Voting Forms are contained in one envelope, with the exception of split voting (as defined below).
 8. The shareholder has the right to revoke or change that shareholder’s vote that has already been cast, in writing on a new Voting Form delivered to the Company in accordance with the rules for the delivery of documents set out in Article 6 of these *Per Rollam* Instructions. In order for the new Voting Form to be taken into account, it must be delivered to the Company within the Voting Period. New Voting Forms received after this period will not be taken into account. On the new Voting Form, the shareholder will express that shareholder’s will by marking one of the options “FOR” or “AGAINST” with a cross at the relevant point of the respective Draft Decision or by not marking either of the two options. If the shareholder does not mark either of the two options, it means that the shareholder does not agree with the Draft Decisions. The voting rules set out above will apply *mutatis mutandis*.
 9. A shareholder does not have to exercise the voting rights associated with all of that shareholder’s shares in the same manner; this also applies to that shareholder’s proxy. If a shareholder wishes to exercise the voting rights associated with a part of that shareholder’s shares only (the “**split voting**”), that shareholder will specify in the Voting Form the number of that shareholder’s shares with which that shareholder is voting. For split voting, the shareholder may use several Voting Forms available on the Website and may send them to the Company in one envelope. If the sum of shares specified in all Voting Forms exceeds the number of shares of that shareholder as stated in the relevant register as at the Decisive Date for the decision-making, none of the Voting Forms will be taken into account. The possibility of revocation and change will apply *mutatis mutandis* to the split voting pursuant to Article 5 (8) of these *Per Rollam* Instructions. The split voting option will be first exercised when the original split voting results (before any change or revocation thereof) are delivered to the Company. If the sum of the shares specified in the new Voting Forms exceeds the number of the shares as listed in the relevant register as at the Decisive Date for the decision-making, no Voting Form will be taken into account. In order for the new Voting Form (new Voting Forms) to be taken into account, it (they) must be delivered to the Company within the Voting Period. New Voting Forms received after this period will not be taken into account. It must be clear from the new Voting Form that this is a revocation or change of vote.
 10. The signature on the Voting Form must be officially verified. If the Voting Form is signed before foreign authorities or institutions or if verification clauses of any foreign authorities or institutions are attached to it, an apostille or any other clause or verification in accordance with Article 3 of these *Per Rollam* Instructions must be attached to it. The Voting Form becomes complete when an apostille or any other clause (if required) is attached. If the signature on the Voting Form is not officially verified or if no apostille or any other clause is attached to it, the Voting Form will be considered invalid and will not be taken into

account. Likewise, those Voting Forms will not be taken into account to which no documents proving the authorisation to perform the *per rollam* decision-making in accordance with Article 3 of these *Per Rollam* Instructions are attached, i.e. a Power of Attorney in the case of a shareholder's proxy, or an extract from the Commercial Register or any other relevant register in the case of a shareholder – legal entity. Article 5 (5) (d) of these *Per Rollam* Instructions will also apply to the official verification of a signature on the Voting Form.

Article 6

Rules for the Delivery of Documents

1. A shareholder's vote is effective *vis-à-vis* the Company upon the timely delivery of the Voting Form meeting the specified formal requirements, including the documents proving the shareholder's authorisation to perform the *per rollam* decision-making in accordance with Article 3 of these *Per Rollam* Instructions. Only a Voting Form with the relevant documents attached constitutes a complete Voting Form. No incomplete or late Voting Forms will be taken into account. If a shareholder does not submit that shareholder's consent to the Draft Decision(s) within the Voting Period, this means that the shareholder does not agree with the Draft Decision(s).
2. The complete Voting Form can be delivered to the Company in writing in the following manners:
 - a. by sending the Voting Form, including all attachments, via a mail service provider to the address of the Organiser, ADMINISTER, spol. s r.o., i.e. Husova 109/19, Kutná Hora-Vnitřní Město, 284 01 Kutná Hora;
 - b. by sending the Voting Form, including all attachments, to the Organiser's data box, whose address (ID) is: j3sjbnj. The signature on the Voting Form does not need to be officially verified in the case of the sending via the data box of the signing shareholder. All other attachments (e.g. Powers of Attorney, extracts from the Commercial Register) sent via the data box must be converted by means of the authorised document conversion that is provided, *inter alia*, by the contact points of the Czech Point public administration service;
 - c. by sending the Voting Form, including all attachments, to the following e-mail address: philipmorriscr@per-rollam.cz, in any of the following manners:
 - i. by e-mail without an electronic signature: the Voting Form including an official verification of the signature must be converted by means of the authorised document conversion that is provided, *inter alia*, by the contact points of the Czech Point public administration service;
 - ii. by e-mail with an electronic signature: in such a case, the official verification of the signature on the Voting Form can be replaced by an electronic signature pursuant to Section 3 (3) of these *Per Rollam* Instructions attached to a pdf. form that has been signed with a handwritten signature. All other attachments (e.g. Powers of Attorney, extracts from the Commercial Register) sent by e-mail with an electronic signature must be converted by means of the authorised document conversion that is provided, *inter alia*, by the contact points of the Czech Point public administration service.
3. For the avoidance of doubt, Voting Forms including attachments, as well as any other documents delivered in any of the above manners to the addresses listed above in paragraph 2 of this article, will be deemed to have been delivered to the Company.

Article 7

Evaluation of the Vote and Announcement of the Decision Adopted *Per Rollam*

1. The vote or, more precisely, the decision-making performed *per rollam*, will be evaluated after its completion. The date on which the decision is adopted will be the day following the day of expiry of the Voting Period. The shareholders of the Company will be informed of the results of the *per rollam* decision-making in accordance with the relevant legal regulations.

Article 8

Right to Explanation(s)

1. The shareholders may only submit their requests for explanations in writing in accordance with the rules for the delivery of documents set out in Article 6 of these *Per Rollam* Instructions. In addition to submitting a request pursuant to the rules for the delivery of documents in accordance with Article 6 of these *Per Rollam* Instructions, a request for explanation may also be submitted electronically by sending it to the following e-mail address: philipmorris.cz@pmi.com. Requests for explanations may be submitted from the date of publication of the information of the Board of Directors on the *per rollam* decision-making on the Website until the end of the Voting Period.
2. The Company will provide explanations of matters related to the *per rollam* decision-making to the shareholder in writing, namely in the form of a letter sent to the shareholder's address or electronically by e-mail, depending on the manner in which the request for explanation(s) was submitted, by the end of the Voting Period. If this is not possible due to the complexity of the explanation, the Company will provide an explanation to all shareholders within 15 days of the completion of the vote, even if this is no longer necessary for the assessment of matters intended for the *per rollam* decision-making or for the exercise of other related shareholder rights, in the form of a notification published on the Website.
3. An explanation can be provided in the form of a summary answer to several questions of similar content. The explanation will also be published on the Website. It will be deemed that the explanation has been provided to the shareholder if the information was published on the Website no later than on the day preceding the day of expiry of the Voting Period. If the information is provided to a shareholder, any other shareholder has the right to request this information without following the procedure for exercising the right to receive an explanation described above.
4. The Board of Directors of the Company may refuse to provide an explanation in whole or in part if its provision could cause harm to the Company or its controlled persons, if it constitutes inside information or classified information under another legal regulation, or if the requested explanation is publicly available. The fulfilment of the conditions for the refusal to provide an explanation will be assessed by the Company's Board of Directors and the reasons will be communicated to the shareholder. A notice of refusal to provide an explanation will be published on the Website.
5. Each shareholder has the right to request that the Company's Supervisory Board determine that the conditions for refusing to provide an explanation have not occurred and that the Company's Board of Directors is obliged to provide an explanation to the shareholder. The Company's Supervisory Board will decide on the shareholder's request within the Voting Period, and if this is not possible, within 5 business days from the date of expiry of this period. If the Company's Supervisory Board does not agree with the provision of an explanation or does not express its opinion within the aforementioned period of 5 business days, or in a situation where the Company's Board of Directors has not provided the relevant information in spite of having been instructed to do so by the Supervisory Board of the Company, or where the Company's Board of Directors has informed the shareholder that it will submit the explanation after the end of the voting *Per rollam*, and yet it has not submitted it, the court will decide whether the Company is obliged to provide the information, based on an application of the particular shareholder.

Article 9

Rights of a Qualified Shareholder

1. At the request of a shareholder or shareholders holding shares with an aggregate nominal value of at least 1% of the registered capital, the Board of Directors of the Company will include in the Draft Decisions a matter determined by that shareholder (those shareholders), provided that a draft decision is attached to each such particular matter or that the inclusion of each such particular matter is justified and that the request can be processed, with respect to the nature and course of the *per rollam* decision-making, without any unreasonable administrative burden, unreasonable costs or unreasonable efforts being incurred.

In Kutná Hora, on 3 November 2022

Philip Morris ČR a.s.



Andrea Gontkovičová

Chairperson of the Board of Directors

Philip Morris ČR a.s.



Anton Stankov

Member of the Board of Directors

SCHEDULE 2

**Voting Form for the Company's Shareholders to Express Their Opinions
on the Draft Decision**

(The voting form can be found on the next page.)



PHILIP MORRIS ČR

VOTING FORM

for the decision-making of the General Meeting of Philip Morris ČR a.s.,
whose registered office is in Kutná Hora, Vítězná 1, postcode: 284 03, identification number:
14803534 (the "Company"), performed in writing outside the meeting ("per rollam")

If you wish to exercise your right to vote, please mark one of the options (according to your choice) with a cross next to the draft decision and send it with your certified handwritten signature to ADMINISTER, spol. s r.o, Husova 109/19, Kutná Hora – Vnitřní Město, 284 01 Kutná Hora, or in any other manner according to the instructions for the decision-making of the General Meeting outside the meeting (*per rollam*) which have been published on the Company's website <http://www.philipmorris.cz>, in section titled "For shareholders".

PLEASE NOTE: Disagreement with the draft decision may also be expressed by not sending the voting form at all. Any expression other than indicating the "FOR" option for the draft decision, including indicating neither "FOR" nor "AGAINST", will be deemed to be an expression of disagreement with the draft decision.

When completing, signing and delivering the voting form, please follow the instructions for the decision-making of the General Meeting outside the meeting (*per rollam*).

The voting period will last from 21 November 2022 to 6 December 2022.

Identification number of the shareholder or its proxy:
DO NOT FILL IN; to be used by the Company for internal use

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Draft decision no. 1.1. to point no. 1	FOR	AGAINST
<p>Approval of the draft amendment of the Company's Articles of Association in the wording of the relevant draft decision (including its justification) presented by the Board of Directors and prepared in the form of Notarial Record NZ 235/2022 of 15 October 2022.</p> <p>A copy of the notarial record containing the draft decision on the amendment of the Articles of Association is included in the draft decision of the General Meeting and published together with an electronic counterpart of the said notarial record in a manner allowing for remote access on the following website: http://www.philipmorris.cz, in section titled "For shareholders". The full wording of the Company's Articles of Association with the proposed amendments marked (the underlined text is proposed for insertion) is also published in a manner allowing for remote access on the following website: http://www.philipmorris.cz, in section titled "For Shareholders".</p> <p>Draft decision:</p> <p><i>"The General Meeting decides outside the meeting (<i>per rollam</i>) to amend the Articles of Association of the Company as follows:</i></p> <p><i>(i) In Part I. <u>Basic Provisions</u>, the wording of Article 3, Scope of Business, is amended to read as follows:</i></p> <p><i>Article 3</i></p> <p><i>Scope of Business</i></p> <p><i>The Company's scope of business shall be:</i></p> <ul style="list-style-type: none">- <i>the processing of tobacco and manufacture of tobacco products;</i>- <i>hospitality activities;</i>- <i>sale of fermented alcohol, drinking alcohol and spirits;</i>- <i>production of hazardous chemicals and hazardous chemical mixtures and sale of chemicals and chemical mixtures classified as highly toxic and toxic;</i>- <i>manufacture, trade and services not listed in Appendices 1 to 3 of the Trade Licensing Act,</i> <p><i>areas of activities:</i></p>	<input type="checkbox"/>	<input type="checkbox"/>



PHILIP MORRIS ČR

- a) *wholesale and retail trade;*
- b) *mediation of trade and services;*
- c) *rental and lending of movable assets;*
- d) *waste management (excluding hazardous waste);*
- e) *storage, packaging of goods, cargo handling and technical activities in transport;*
- f) *freight forwarding and representation in customs proceedings;*
- g) *advisory and consultancy services, preparation of expert studies and reports;*
- h) *purchase, sale, management and maintenance of real estate;*
- i) *accommodation services;*
- j) *preparatory and finishing construction work, specialised construction activities;*
- k) *operation of cultural, cultural-educational and entertainment facilities, organisation of cultural productions, balls, exhibitions, fairs, shows, sales and similar events;*
- l) *production, reproduction, distribution, sale and rental of sound and sound-visual records and production of non-recorded data carriers and records.*

(ii) In Part I. Basic Provisions, Article 6, Rights and Obligations of the Company's Shareholders, the second sentence of paragraph 4. is amended to read as follows:

4. 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.



PHILIP MORRIS ČR

VOTING FORM

for the decision-making of the General Meeting of Philip Morris ČR a.s.,
whose registered office is in Kutná Hora, Vítězná 1, postcode: 284 03, identification number:
14803534 (the "Company"), performed in writing outside the meeting (*"per rollam"*)

When completing, signing and delivering the voting form, please follow the instructions
for the decision-making of the General Meeting outside the meeting (*per rollam*).

.....
First name and surname / Name or business name of the shareholder (legal entity)

.....
Date of birth / Identification (registration) number of the shareholder (legal entity), if assigned

.....
Residence address / Registered office of the shareholder (legal entity)

.....
Information on the person(s) acting on behalf of the shareholder (legal entity) *

* To be filled in only if the shareholder is a legal entity. Information on any person(s) acting on behalf of the shareholder means the first name and surname of each particular individual and that individual's position (e.g. an Executive Director, Member of the Board of Directors, etc.), or any other identification information if the person acting on behalf of the shareholder is a legal entity.

.....
Number of shares with which the shareholder participates in the voting *

* If the number of shares is not specified in the Voting Form or if the number of shares is higher than that resulting from the Register of Book-Entered Securities or the List of Shareholders as at the Decisive Date for the *per rollam* decision-making, the shareholder will participate in the *per rollam* decision-making to the extent of the shares specified in the Register of Book-Entered Securities or the List of Shareholders as at the Decisive Date for the *per rollam* decision-making. If a lower number of shares is specified in the Voting Form than that resulting from the Register of Book-Entered Securities or the List of Shareholders as at the Decisive Date for the *per rollam* decision-making, the shareholder will participate in the *per rollam* decision-making to the extent of that lower number of shares specified in the Voting Form;

If the shareholder is represented by a proxy on the basis of a power of attorney, the following information on the proxy shall be provided:

.....
First name and surname / Name or business name of the shareholder's proxy (if the proxy is a legal entity)

.....
Date of birth / Identification number of the shareholder's proxy (if the proxy is a legal entity)

.....
Residence address / Registered office of the shareholder's proxy (if the proxy is a legal entity)

.....
Information on the person(s) acting on behalf of the shareholder's proxy (if the proxy is a legal entity) *

* To be filled in only if the shareholder's proxy is a legal entity. Information on any person(s) acting on behalf of the shareholder's proxy means the first name and surname of each particular individual and that individual's position (e.g. an Executive Director, Member of the Board of Directors, etc.), or any other identification information if the person acting on behalf of the shareholder's proxy is a legal entity.

.....
Officially verified signature of the shareholder or the shareholder's proxy