Poland - Tax Guide

Employee Share Purchase Plan

1. Introduction

The following is a summary of the tax treatment of an award made to you by Seagate Technology Holdings PLC under the Employee Share Purchase Plan (the "Plan"). This summary assumes that you have been resident in Poland during the lifecycle of the award.

The tax treatment as explained herein is intended as a guide only. It is limited to a general description of the national tax laws, and is not intended to address city, regional, or other local tax laws that may be applicable to you. It may not apply to your particular tax or financial situation, and we are not in a position to assure you of any particular tax result. Therefore, we recommend that you consult with your own independent tax advisor regularly to determine the consequences of taking or not taking any action concerning your shares, and to determine how the tax or other laws in Poland apply to your specific situation. This information was last reviewed in January, 2026.

2. Overview

Award	• It allows you to purchase Seagate Technology Holdings PLC shares at a discount. • You are **not subject to taxation on equity** at this point.
Purchase	• You will **be subject to tax** at this point. • The taxable amount is calculated based upon the market value of the shares at the date of purchase less the price paid for the shares. • You are **responsible for reporting the income.**
Sale	• The date you sell Seagate Technology Holdings PLC shares. • This event may generate additional income known as Capital Gain (CG), or a loss. • If there is a **Capital Gain** on the sale of shares, tax is due in the tax year of sale. • You are responsible for calculating the tax and reporting this capital gain.

3. Tax Treatment

	Award	Purchase	Sale
Action required	No action required.	Pay any taxes due. Report the income on tax return.	Pay any taxes due. Report the income on tax return.
Income tax / Capital gains tax	No	Income tax payable at rates up	Capital gains tax payable at a

		to 32%.	flat rate of 19%.
Employee social tax	No	No	No
Employer's social tax	No	No	No
Income tax withholding	No	No	No
Employee tax reporting	No	Yes	Yes
Employer tax reporting	No	No	No
Tax return deadline	By April 30 of the following tax year		
What documents do I need for my taxes	N/A	Form PIT-36, PIT-37 or PIT-38	Form PIT-36 or PIT-38
Foreign asset reporting	Polish residents who hold assets (including shares) outside of Poland whose value is equal to or greater than PLN 7,000,000 are subject to a quarterly reporting obligation, using specific forms available on the website of the National Bank of Poland. In addition, Polish residents are subject to an annual reporting obligation where they hold foreign shares in an amount exceeding 10% of the total voting capital of the company.		

Income tax - The rates set out in this guide are marginal rates. In the event that you are required to pay income tax on the value of your award, the amount of income tax you pay will depend on your marginal tax rate. Generally, the more you earn, the higher your marginal income tax rate.

4. Will I pay tax when I am granted an award under the ESPP?

You will not have to pay any tax when you are granted a right to acquire shares under the ESPP.

5. Will I pay tax when I receive my shares?

Income Taxes

When the shares are purchased, you will be required to pay income tax on the difference between the purchase price and the market value of the shares at that time at rates of up to 32%.

Social Taxes

You will not be required to pay any social taxes.

Payment Method

The local company will not withhold income tax on the award and it will be your duty to report and pay income tax due under the ESPP in your tax return.

6. How will any benefits under the ESPP be reported?

You will need to report:

- Any income tax due on purchase of the shares in Form PIT-36, PIT-37 or PIT-38 to the tax authorities in the annual tax return, due by April 30.
  The employee will file the PIT-37 annual tax declaration based on the PIT-11 information issued by the employer.
- Any capital gains tax due on the sale of shares in Form PIT-36 or PIT-38 to the tax authorities in the annual tax return, due by April 30.

7. Will I have to pay any tax on any dividends paid on the shares?

A dividend is a right to participate in the company's profits, at the discretion of the board of directors.

Any dividends you receive will be taxed at a rate of 19%.

8. Will I pay any tax when I sell my shares?

As the calculation of capital gains can be complex and may be subject to certain exemptions, we recommend that you consult your personal financial/tax advisor.

If the sale price of your shares is higher than their cost basis (broadly, the cost basis is equal to the fair market value of the shares at the time of purchase), the difference will be taxable as a capital gain, at a rate of 19%. If the sale price is lower than the cost basis of the shares, you may realize a capital loss.

When you sell your shares, the local company will not withhold any taxes on the gains. You should report any gain or loss arising in your tax return for the tax year in which the sale took place.

9. Additional Information

Income tax withholding and social taxes

A recharge arrangement in and of itself does not generally trigger the obligation to pay social taxes or trigger employer tax withholding obligations. Only in circumstances when the equity plan income is characterized as income from employment because the local subsidiary is considered a program organizer and/or the equity plan benefit is part of the employment contract, will social taxes and tax withholding apply. In such case, social taxes consist of the following:

Employee social taxes:

- Old-age pension at the rate of 9.76% (capped at annual earnings of PLN 282,600)
- Disability insurance at the rate of 1.50% (capped at annual earnings of PLN 282,600)
- Sickness Insurance at a flat rate of 2.45%.
- Health care contribution at the rate of 9%.

Employer social taxes:

- Old-age pension at the rate of 9.76% (capped at annual earnings of PLN 282,600)
- Disability insurance at the rate of 6.50% (capped at annual earnings of PLN 282,600)
- Accident insurance, where the applicable tax rate varies between 0.67% – 3.33%, based on the number of individuals registered for accident insurance and the activity of the company (the most commonly used rate for accident insurance is 1.67%)
- Contribution to the Employees' Guaranteed Benefits Fund at the rate of 0.10%
- Contribution to the Labor Fund and Solidarity Fund at the rate of 2.45%.

It should be noted, however, that in case a recharge arrangement is implemented, there remains a risk that the tax authorities may characterize equity plan income as income earned from employment, even in the absence of the local subsidiary being considered a program organizer and/or the equity plan benefit being part of the employment contract. If the tax authorities characterize equity plan income as income from employment solely on account of a recharge arrangement, this would give rise to employer and employee social tax payment and remittance obligations, along with income tax withholding obligations. However, there have been court rulings permitting the deferral of taxation until the time of sale, regardless of the recharge position. If this approach to taxation is adopted (ideally, following the receipt of a tax ruling from the tax authorities), then social tax contributions would not be payable and the employee would be solely responsible for paying the taxes due on his or her annual income tax return.

Income tax exemption for employees under 26 years of age

Employment income up to an annual maximum of PLN 85,528 is exempt from personal income tax if earned by employees younger than 26 years of age.

Sale of shares - calculation of base cost

The FIFO (First In, First-Out) principle is applied to determine which shares are sold when calculating the cost basis on the sale of shares.

Exit tax

Exit tax is charged on unrealized income when a resident of Poland or a Polish asset leaves the country. Exit taxation may apply in case of any change in tax residency, and / or certain asset transfers from Poland to another country, provided that such actions result in the loss of the Polish right to tax any potential capital gains that would have been taxable in Poland if the transfer had not taken place and the total market value of the assets that are transferred is at least PLN 4,000,000. The legislation does not explicitly set out a threshold where exit tax is payable as a result of an individual ceasing to be a tax resident of Poland; however, Polish tax authorities in individual rulings have confirmed the application of the PLN 4,000,000 threshold also applies to changes in tax residency. The rules apply to both corporate and individual residents of Poland, subject to certain conditions being met.

Exit tax is calculated on the positive difference between the market value of the assets (i.e., shares and equity awards, such as share options (if they are classified as derivative financial instruments, where tax is deferred until sale)) on the day assets are transferred or the day before the day when the tax residence changes and the tax value of the assets (meaning the value not recognized previously as tax deductible costs that would have been treated by the individual as tax deductible costs had the assets been sold).

Individual taxpayers are liable to pay exit tax at a rate of either 19% (when the tax value of assets is calculated) or 3% (when the tax value of assets is not calculated). In the case of transfer of assets unrelated to business activity, the exit tax only applies to several types of assets (i.e. shares in companies as well as stocks and securities, or all the rights and obligations of partnerships), if the individual (i.e., the owner of the assets) has, for tax purposes, been domiciled (i.e., resident) in Poland for at least five years in the ten year period preceding the change in residence.

Individuals are obliged to submit a special tax return to report the unrealized income subject to exit tax by the seventh day of the month following the month in which the charge to exit tax arose.

Exchange Control issues

If you transfer funds in excess of PLN 65,000 (approximately EUR 15,000), the funds must be effected through a Polish bank account or financial institution. You are required to maintain evidence of such foreign exchange transactions for five years, in case of a request for their production by the National Bank of Poland.

Foreign asset reporting

Polish residents who hold assets (including shares) outside of Poland whose value is equal to or greater than PLN 7,000,000 are subject to a quarterly reporting obligation, using specific forms available on the website of the National Bank of Poland. In addition, Polish residents are subject to an annual reporting obligation where they hold foreign shares in an amount exceeding 10% of the total voting capital of the company.

10. Sample tax calculation

This illustrative example assumes the following:

- Purchase price of USD 70.
- An income tax rate of 32%.
- Capital Gains Tax of 19%.
- This example does not take into account any annual Capital Gains Tax (CGT) exemptions which may be available.
- Tax calculation is based on the currency in which the shares are traded and any subsequent currency conversion has not been applied.

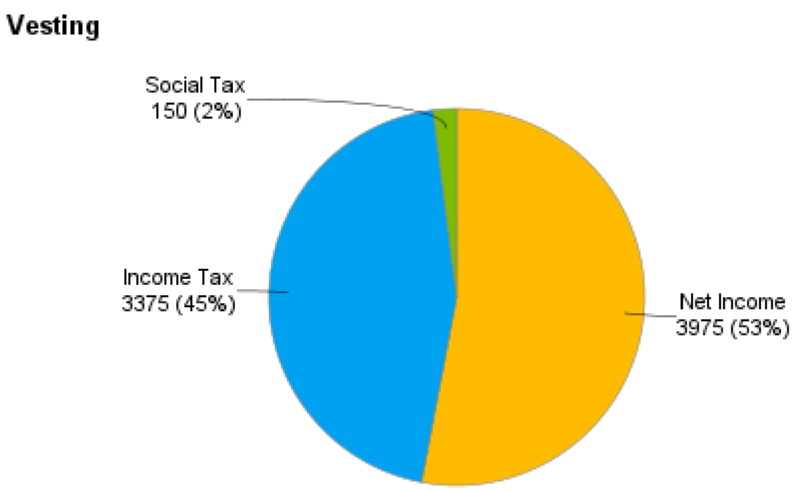
Tax implications

Award

No taxes due.

Purchase

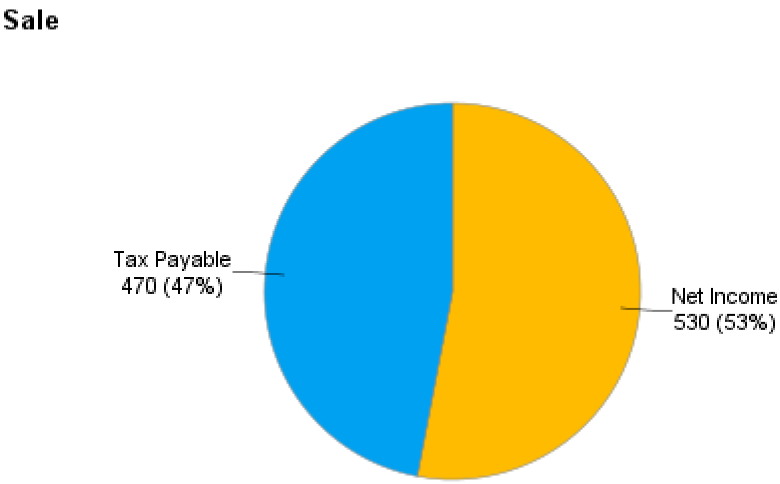
Number of Shares Purchased	100
Purchase Price	USD 70
Fair Market Value (FMV) of the shares on Purchase	USD 80
Taxable Income (100 x USD 80) - (100 x USD 70)	**USD 1,000**
Income Tax Payable by you (USD 1,000 x 32%)	**USD 320**
Net Income (USD 1,000 - USD 320)	**USD 680**



Sale

Number of shares sold	100
Fair Market Value (FMV) of the shares on sale	USD 85
Sale Proceeds (100 x USD 85)	USD 8,500
Less: Acquisition Costs	
Amount previously taxed	**USD 8,000**
Capital Gain	USD 500

Tax Payable (USD 500 x 19%)	**USD 95**
Net Income (USD 500 - USD 95)	**USD 405**



** Please note the above is for information purposes only. Transaction fees may also apply and are not included.*
