

Refers to the agenda item 8

**Resolution No. [●]
of the Extraordinary General Meeting of Bank Polska Kasa Opieki Spółka Akcyjna
on appointing a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna
for new common term of office taking into consideration the assessment of suitability
requirements**

§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Paweł Surówka** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

This resolution comes into effect on the date of its adoption.

Justification for the resolution of the Extraordinary General Meeting of Bank Polska Kasa Opieki Spółka Akcyjna on appointing members of the Supervisory Board for new common term of office.

The proposed draft of resolution results from the request of the shareholder of the Bank, UniCredit S.p.A, filed pursuant to Art. 401 § 1 of Commercial Companies Code (K.s.h.)

Pursuant to art. 385 § 1 of K.s.h. and § 13 point 14 of the Bank's Statute, appointment of members of the Supervisory Board is in the scope of competences of the General Meeting. The General Meeting shall adopt separate resolutions on appointing each member of the Supervisory Board, taking into consideration the assessment of suitability requirements, pursuant to art. 22 sec. 2 Banking law.

The Supervisory Board consists of seven to nine members, appointed by the General Meeting for the period of their common term of office, which shall last three years.

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Paweł Stopczyński** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Grzegorz Janas** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Michał Kaszyński** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Justyna Głębikowska-Michalak** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Joanna Błaszczyk** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Ryszard Kaczoruk** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Sabina Bigos-Jaworowska** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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§ 1

Acting in accordance with art. 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Bank's Statute, the Extraordinary General Meeting hereby appoints **Marian Majcher** as a member of the Supervisory Board for the period of a common term of office, lasting three years, which shall begin on 9th June 2017.

§ 2

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