

**Resolutions adopted by the Ordinary General Meeting of
Bank Polska Kasa Opieki Spółka Akcyjna on 22 May 2020**

**Resolution No. 1
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the election of the Chairperson of the Ordinary General Meeting of Shareholders
of Bank Polska Kasa Opieki Spółka Akcyjna**

Acting pursuant to Article 409 § 1 of the Commercial Companies Code and § 6 paragraph 1 of the Regulations of the General Meetings of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting shall elect Mr Radosław Leszek Kwaśnicki as the Chairperson of the Ordinary General Meeting of Bank Polska Kasa Opieki Spółka Akcyjna.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 161.323.800 votes were cast for adoption of the resolution,
- 0 votes were cast against the resolution,
- 1 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes, which means that Mr Radosław Leszek Kwaśnicki was elected as the Chairman of the Ordinary General Meeting.

Resolution No. 2
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the adoption of the agenda of the Ordinary General Meeting of Shareholders
of Bank Polska Kasa Opieki Spółka Akcyjna

The Ordinary General Meeting adopts the agenda in the following wording:

1. Opening of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna.
2. Election of the Chairperson of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna.
3. Statement of the correctness of convening of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna.
4. Election of the Returning Committee.
5. Adopting the agenda of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna.
6. Review of the Report of the Management Board of the Bank on the operations of Bank Pekao S.A. for the year 2019.
7. Review of the Stand-alone Financial Statement of Bank Pekao S.A. for the year ended on 31 December 2019.
8. Review of the Report of the Management Board of the Bank on the operations of Bank Pekao S.A. Capital Group for the year 2019.
9. Review of the Consolidated Financial Statements of Bank Pekao S.A. Capital Group for the year ended on 31 December 2019.
10. Review of the proposal of the Management Board of the Bank concerning the distribution of net profit of Bank Polska Kasa Opieki Spółka Akcyjna for the year 2019.
11. Review of the Report of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna on its operations in the year 2019 and on the results of the assessment of: reports on the operations of Bank Polska Kasa Opieki S.A. and of the Capital Group Bank Polska Kasa Opieki Spółka Akcyjna in the year 2019, the financial statements of Bank Polska Kasa Opieki Spółka Akcyjna and of the Capital Group Bank Polska Kasa Opieki Spółka Akcyjna for the year ended on 31 December 2019.
12. Adopting resolutions on:
 - 1) approval of the Report of the Management Board of the Bank on the operations of Bank Pekao S.A. for the year 2019,
 - 2) approval of the Stand-Alone Financial Statement of Bank Pekao S.A. for the year ended on 31 December 2019,
 - 3) approval of the Report of the Management Board of the Bank on the operations of Bank Pekao S.A. Capital Group for the year 2019,
 - 4) approval of the Consolidated Financial Statements of Bank Pekao S.A. Capital Group for the year ended 31 December 2019,
 - 5) distribution of net profit of Bank Polska Kasa Opieki Spółka Akcyjna for the year 2019,
 - 6) approval of the Report on the operations of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna in the year 2019,
 - 7) granting discharge to members of the Management Board of Bank Polska Kasa Opieki Spółka Akcyjna for the performance of their duties in the year 2019,
 - 8) granting discharge to members of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna for the performance of their duties in the year 2019,
 - 9) granting discharge to members of the Management Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki S.A., for the performance of their duties in the year 2019,
 - 10) granting discharge to members of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, for the performance of their duties in the year 2019.

13. Report on the evaluation of the functioning of the Remuneration Policy of Bank Polska Kasa Opieki Spółka Akcyjna in the year 2019 and the adoption of a resolution on this matter.
14. Adoption of the "Remuneration Policy for Members of the Supervisory Board and the Management Board of Bank Polska Kasa Opieki Spółka Akcyjna".
15. Presentation by the Supervisory Board of the Report on the assessment of the application by Bank Polska Kasa Opieki Spółka Akcyjna in 2019 of the Corporate Governance Principles for Supervised Institutions issued by the Polish Financial Supervision Authority on 22 July 2014 and the manner in which Bank Polska Kasa Opieki Spółka Akcyjna fulfils its disclosure obligations regarding the application of corporate governance principles set out in the Stock Exchange Rules.
16. Adoption of resolutions on the dismissal of Members of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna and appointment of Members of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna for a new joint term of office, taking into account the assessment of compliance with the suitability requirements.
17. Consideration of the proposal and adoption of a resolution to amend the Statute of Bank Polska Kasa Opieki Spółka Akcyjna.
18. Adoption of resolutions on the amendment of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna
19. Closing of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 161.322.479 votes were cast for adoption of the resolution,
- 1.323 votes were cast against the resolution,
- 0 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 3
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the approval of the Report by the Management Board of the Bank
on the operations of Bank Pekao S.A. for the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 1 of the Commercial Companies Code and § 13 point 1 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

The Report of the Management Board of the Bank on the operations of Bank Pekao S.A. for the year 2019 is approved.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.761.745 votes were cast for adoption of the resolution,
- 125 votes were cast against the resolution,
- 561.932 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 4
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the approval of the Stand-alone Financial Statement of
Bank Pekao S.A. for the year ended 31 December 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 1 of the Commercial Companies Code and § 13 point 1 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

The Stand-alone Financial Statement of Bank Pekao S.A. for the year ended on 31 December 2019 is approved. It includes the following:

- a) a statement on the financial standing as at 31 December 2019, which shows on the assets, liabilities and equity side the sum of PLN 194,649,992,426.40 (in words: one hundred and ninety-four billion six hundred and forty-nine million nine hundred and ninety-two thousand four hundred and twenty-six PLN 40/100),
- b) a statement of total income for the financial year ended on 31 December 2019, showing a total income of PLN 2,405,566,996.95 (in words: two billion four hundred and five million five hundred and sixty six thousand nine hundred and ninety-six PLN 95/100),
- c) the profit and loss account for the financial year ended on 31 December 2019, showing a net profit of PLN 2,247,466,618.97 (in words: two billion two hundred and forty-seven million four hundred and sixty-six thousand six hundred and eighteen PLN and 97/100),
- d) a statement concerning the changes in equity for the financial year ended on 31 December 2019, showing an increase in equity of PLN 704,790 thousand (in words: seven hundred and four million seven hundred and ninety thousand PLN),
- e) the cash flow statement for the financial year ended on 31 December 2019 showing a decrease in net cash means of PLN 8,012,588 thousand (in words: eight billion twelve million five hundred eighty eight thousand PLN),
- f) explanatory notes, comprising a description of significant accounting policies and other information.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.761.745 votes were cast for adoption of the resolution,
- 124 votes were cast against the resolution,
- 561.933 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 5
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the approval of the Report by the Management Board of the Bank
on the operations of Bank Pekao S.A. Capital Group for the year 2019.

Acting pursuant to Article 395 § 5 of the Commercial Companies Code and § 13 point 5 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

The Report of the Management Board of the Bank on the operations of Bank Pekao S.A. Capital Group for the year 2019 is hereby approved.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.761.745 votes were cast for adoption of the resolution,
- 125 votes were cast against the resolution,
- 561.932 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 6
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the approval of the Consolidated Financial Statements of Bank Pekao S.A. Capital Group for
the year ended on 31 December 2019,

Acting pursuant to Article 395 § 5 of the Commercial Companies Code and § 13 point 5 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

The Consolidated Financial Statement of the Bank Pekao S.A. Capital Group for the year ended on 31 December 2019 is hereby approved. It includes the following:

- a) the consolidated statement of financial standing prepared as at 31 December 2019, showing total assets, liabilities and equity of PLN 203,322,919,492.87 (in words: two hundred and three billion, three hundred and twenty-two million, nine hundred and nineteen thousand, four hundred and ninety-two PLN 87/100),
- b) the consolidated statement of total income for the financial year ended on 31 December 2019, showing total income of PLN 2,323,809,470.45 (say: two billion three hundred and twenty three million eight hundred and nine thousand four hundred and seventy PLN 45/100),
- c) consolidated profit and loss account for the financial year ended on 31 December 2019 showing a net profit of PLN 2,166,616,973.91 (say: two billion one hundred sixty six million six hundred sixteen thousand nine hundred seventy three PLN and 91/100),
- d) the consolidated statement of changes in equity for the financial year ending on 31 December 2019 showing an increase in equity of PLN 589,809 thousand (in words: five hundred and eighty-nine million eight hundred and nine thousand PLN),
- e) the consolidated cash flow statement for the financial year ending on 31 December 2019 showing a decrease in net cash means by PLN 8,288,294 thousand (in words: eight billion two hundred and eighty-eight million two hundred and ninety-four thousand PLN),
- f) explanatory notes, comprising a description of significant accounting policies and other information.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.761.745 votes were cast for adoption of the resolution,
- 124 votes were cast against the resolution,
- 561.933 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 7
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the distribution of net profit of Bank Polska Kasa Opieki Spółka Akcyjna for the year 2019

Acting pursuant to Article 395 § 2 (2), Article 396 § 4 of the Commercial Companies Code, § 13 (2) and § 33 (1)(3) of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

1. From the net profit of Bank Polska Kasa Opieki Spółka Akcyjna for the year 2019 in the amount of PLN 2,247,466,618.97 (in words: two billion two hundred forty seven million four hundred sixty six thousand six hundred and eighteen PLN 97/100), the amount of PLN 562,409,000.69 (in words: five hundred sixty two million four hundred and nine thousand PLN 69/100) is allocated to reserve capital.
2. The remaining part of the net profit of Bank Polska Kasa Opieki Spółka Akcyjna for the year 2019 in the amount of PLN 1,685,057,618.28 (in words: one billion six hundred eighty five million fifty seven thousand six hundred and eighteen PLN 28/100) is left undistributed.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 161.320.106 votes were cast for adoption of the resolution,
- 1.324 votes were cast against the resolution,
- 2.371 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 8

of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna on the approval of the Report of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna on its operations in the year 2019 and on the results of the assessment of: reports on the operations of Bank Polska Kasa Opieki S.A. and of the Bank Polska Kasa Opieki Spółka Akcyjna Group in the year 2019, financial statements of Bank Polska Kasa Opieki Spółka Akcyjna and of the Bank Polska Kasa Opieki Spółka Akcyjna Group for the year ended on 31 December 2019 and the distribution of the net profit of Bank Polska Kasa Opieki Spółka Akcyjna for 2019, and the situation of Bank Polska Kasa Opieki Spółka Akcyjna, taking into account the assessment of the internal control and risk management systems, compliance and internal audit functions, as well as the rationality of the Bank's policy concerning sponsorship and charitable activities.

Acting pursuant to Article 395 § 5 of the Commercial Companies Code and § 13 point 3 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

The Report of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna on its operations in the year 2019 and on the results of the assessment of: reports on the operations of Bank Polska Kasa Opieki S.A. and of the Bank Polska Kasa Opieki Spółka Akcyjna Group in the year 2019, financial statements of Bank Polska Kasa Opieki Spółka Akcyjna and of the Bank Polska Kasa Opieki Spółka Akcyjna Group for the year ended on 31 December 2019 and the distribution of the net profit of Bank Polska Kasa Opieki Spółka Akcyjna for 2019, and the situation of Bank Polska Kasa Opieki Spółka Akcyjna, taking into account the assessment of the internal control and risk management systems, compliance and internal audit functions, as well as the rationality of the Bank's policy concerning sponsorship and charitable activities is hereby approved.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.761.745 votes were cast for adoption of the resolution,
- 125 votes were cast against the resolution,
- 561.932 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 9
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Michał Krupiński** – President of the Management Board of the Bank from 1 January until 29 November 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.013 votes were cast for adoption of the resolution,
- 19.726 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Dariusz Kiziakiewicz, being a shareholder of Bank Polska Kasa Opieki S.A., reported objection to the resolution.

Resolution No. 10
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Tomasz Kubiak** – Vice-President of the Management Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.013 votes were cast for adoption of the resolution,
- 19.726 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 11
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Michał Lehmann** – Vice-President of the Management Board of the Bank from 1 January until 29 November 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.808 shares, from which the total number of 161.323.808 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.135 votes were cast for adoption of the resolution,
- 19.610 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Dariusz Kiziakiewicz, being a shareholder of Bank Polska Kasa Opieki S.A., reported objection to the resolution.

Resolution No. 12
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Marek Lusztyn** – Vice-President of the Management Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.808 shares, from which the total number of 161.323.808 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.609 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 13
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Tomasz Styczyński** – Vice-President of the Management Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.603 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 14
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Marek Tomczuk** – Vice-President of the Management Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.013 votes were cast for adoption of the resolution,
- 19.726 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 15
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mrs **Magdalena Zmitrowicz** – Vice-President of the Management Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.603 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 16
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Marcin Gadomski** – Vice-President of the Management Board of the Bank from 29 November until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.013 votes were cast for adoption of the resolution,
- 19.726 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 17
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Grzegorz Olszewski** – Member of the Management Board of the Bank from 1 April until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.603 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 18
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Management Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Piotr Wetmański** – Member of the Management Board of the Bank from 7 March until 29 November 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.603 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 19
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Paweł Surówka** – Chairman of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.231 votes were cast for adoption of the resolution,
- 868.508 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 20
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mrs **Joanna Dynysiuk (née Błaszczyk)** – Vice-Chairperson of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.231 votes were cast for adoption of the resolution,
- 868.508 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 21
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Stanisław Ryszard Kaczoruk** – Vice-Chairman of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.230 votes were cast for adoption of the resolution,
- 868.509 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 22
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Paweł Stopczyński** – Secretary of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.231 votes were cast for adoption of the resolution,
- 868.508 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 23
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Grzegorz Janas** - Member of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.231 votes were cast for adoption of the resolution,
- 868.508 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 24
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Michał Kaszyński** - Member of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.354 votes were cast for adoption of the resolution,
- 868.385 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 25
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mrs **Justyna Głębiowska-Michalak** - Member of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.231 votes were cast for adoption of the resolution,
- 868.508 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 26
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mrs **Sabina Bigos-Jaworowska** - Member of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.231 votes were cast for adoption of the resolution,
- 868.507 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 27
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting a vote of approval to a member of the Supervisory Board of Bank Polska Kasa
Opieki Spółka Akcyjna
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Commercial Companies Code and § 13 point 4 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

Mr **Marian Majcher** - Member of the Supervisory Board of the Bank from 1 January until 31 December 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 159.893.354 votes were cast for adoption of the resolution,
- 868.385 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 28
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
granting discharge to a member of the Management Board of Centralny Dom Maklerski Pekao
Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mr **Piotr Teleon** – President of the Management Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.601 votes were cast against the resolution,
- 562.064 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 29
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Management Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mrs **Katarzyna Burek** – Member of the Management Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.601 votes were cast against the resolution,
- 562.064 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 30
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Supervisory Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mr **Marek Tomczuk** – Chairman of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.679 shares, from which the total number of 161.323.679 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.013 votes were cast for adoption of the resolution,
- 19.602 votes were cast against the resolution,
- 562.064 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 31
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Supervisory Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mr **Tomasz Styczyński** – Vice-Chairman of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 29 January 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.602 votes were cast against the resolution,
- 562.064 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 32
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Supervisory Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mr **Piotr Kozłowski** – Member of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 (also holding the position of Vice-Chairman of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna from 28 February 2019 until 30 August 2019) – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.602 votes were cast against the resolution,
- 562.064 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 33
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Supervisory Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mr **Adam Hawryluk** – Member of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 (also holding the position of the Secretary of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna from 28 February 2019 until 30 August 2019) – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.601 votes were cast against the resolution,
- 562.064 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 34
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Supervisory Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mrs **Kamilla Marchewka-Bartkowiak** – Member of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.013 votes were cast for adoption of the resolution,
- 19.724 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 35
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Supervisory Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mrs **Róża Milic-Czerniak** – Member of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.013 votes were cast for adoption of the resolution,
- 19.725 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 36
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on granting discharge to a member of the Supervisory Board of Centralny Dom Maklerski
Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka
Akcyjna,
for the discharge of his/her duties in the year 2019

Acting pursuant to Article 393(1) and Article 395 § 2(3) in connection with Article 529 § 1(1) of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Mr **Sławomir Olszewski** – Member of the Supervisory Board of Centralny Dom Maklerski Pekao Spółka Akcyjna, a company partially demerged into Bank Polska Kasa Opieki Spółka Akcyjna, from 1 January until 30 August 2019 – is granted discharge.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 160.742.136 votes were cast for adoption of the resolution,
- 19.603 votes were cast against the resolution,
- 562.063 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 37
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the evaluation of the Remuneration Policy of Bank Polska Kasa Opieki Spółka Akcyjna in
2019

Acting pursuant to § 28 paragraph 4 of the Principles of Corporate Governance for Supervised Institutions in connection with § 13 point 18 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders of the Bank hereby resolves as follows:

§ 1.

Having reviewed the Report on the evaluation of the functioning of the Remuneration Policy of Bank Polska Kasa Opieki Spółka Akcyjna presented by the Supervisory Board, the General Meeting of the Bank assesses that the Remuneration Policy of Bank Polska Kasa Opieki Spółka Akcyjna fosters the development and security of the Bank's operations.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.802 shares, from which the total number of 161.323.802 valid votes were cast, representing 61,46% of shares in the share capital:

- 152.923.555 votes were cast for adoption of the resolution,
- 7.838.183 votes were cast against the resolution,
- 562.064 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 38
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the adoption of the Remuneration Policy for Members of the Supervisory Board and the
Management Board of Bank Polska Kasa Opieki Spółka Akcyjna

§ 1.

Acting pursuant to Article 90d (1) of the Act dated 29 July 2005 *on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies*, the General Meeting adopts “*The Remuneration Policy for Members of the Supervisory Board and the Management Board of Bank Polska Kasa Opieki Spółka Akcyjna*”. (“**Policy**”), in the wording attached hereto.

§ 2.

The Policy shall enter into force as of the day following the entry into force of this Resolution.

§ 3.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 101.232.369 votes were cast for adoption of the resolution,
- 124 votes were cast against the resolution,
- 60.091.307 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 39
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mrs Beata Kozłowska-Chyła as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 115.393.162 votes were cast for adoption of the resolution,
- 39.745.163 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 40
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mrs Małgorzata Sadurska as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.355 votes were cast for adoption of the resolution,
- 40.681.969 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 41
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mr Marcin Eckert as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.478 votes were cast for adoption of the resolution,
- 40.681.846 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 42
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mrs Sabina Bigos-Jaworska as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.355 votes were cast for adoption of the resolution,
- 40.681.970 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 43
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mr Michał Kaszyński as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.801 shares, from which the total number of 161.323.801 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.355 votes were cast for adoption of the resolution,
- 40.681.970 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 44
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mrs Joanna Dynysiuk as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.355 votes were cast for adoption of the resolution,
- 40.681.969 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 45
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mr Marian Majcher as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.355 votes were cast for adoption of the resolution,
- 40.681.969 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 46
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mr Ryszard Kaczoruk as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.354 votes were cast for adoption of the resolution,
- 40.681.970 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 47
of the Ordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna
on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka
Akcyjna for a new joint term of office, taking into account the assessment of compliance with
the suitability requirements.

§ 1

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 point 14 of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders hereby appoints Mrs Justyna Głębiowska-Michalak as member of the Supervisory Board for a joint term of office lasting three years, starting on 23 May 2020.

§ 2.

The resolution enters into force as of the date of its adoption.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 114.456.478 votes were cast for adoption of the resolution,
- 40.681.846 votes were cast against the resolution,
- 6.185.476 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Dariusz Kiziakiewicz, being a shareholder of Bank Polska Kasa Opieki S.A., reported objection to the resolution.

**Resolution No. 48 of the Ordinary General Meeting of Bank Polska Kasa Opieki Spółka Akcyjna
on amendments to the Statute of Bank Polska Kasa Opieki Spółka Akcyjna**

Acting pursuant to Article 430 § 1 of the Commercial Companies Code and § 13(8) of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders of the Bank hereby resolves as follows:

§ 1.

The Statute of Bank Polska Kasa Opieki Spółka Akcyjna shall be amended in such a way that § 17, paragraph 5 is repealed.

§2.

Pursuant to Article 430 § 5 of the Commercial Companies Code, the Supervisory Board is authorised to determine the consolidated text of the amended Statute of Bank Polska Kasa Opieki Spółka Akcyjna, taking into account the authorisation of the Polish Financial Supervision Authority referred to in §3.

§3.

The Resolution shall come into force on the date of its adoption, however, the amendment to the Statute of Bank Polska Kasa Opieki Spółka Akcyjna adopted under this Resolution requires entry in the Register of Entrepreneurs of the National Court Register in accordance with Article 430 § 1 of the Commercial Companies Code, upon obtaining the consent of the Polish Financial Supervision Authority to do so.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.322.600 shares, from which the total number of 161.322.600 valid votes were cast, representing 61,46% of shares in the share capital:

- 161.216.122 votes were cast for adoption of the resolution,
- 106.347 votes were cast against the resolution,
- 131 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 49
of the Ordinary General Meeting of Bank Polska Kasa Opieki Spółka Akcyjna on amendments
to the Statute of Bank Polska Kasa Opieki Spółka Akcyjna

Acting pursuant to Article 430 § 1 of the Commercial Companies Code and § 13(8) of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders of the Bank hereby resolves as follows:

§ 1.

The Statute of Bank Polska Kasa Opieki Spółka Akcyjna shall be amended so that § 18 point 7 shall read as follows:

“7) Appointment, following the approval of the Polish Financial Supervision Authority, and dismissal of the President of the Management Board of the Bank, taking into consideration the assessment of compliance with the suitability requirements,”.

§2.

Pursuant to Article 430 § 5 of the Commercial Companies Code, the Supervisory Board is authorised to determine the consolidated text of the amended Statute of Bank Polska Kasa Opieki Spółka Akcyjna, taking into account the authorisation of the Polish Financial Supervision Authority referred to in §3.

§3.

The Resolution shall come into force on the date of its adoption, however, the amendment to the Statute of Bank Polska Kasa Opieki Spółka Akcyjna adopted under this Resolution requires entry in the Register of Entrepreneurs of the National Court Register in accordance with Article 430 §1 of the Commercial Companies Code, upon obtaining the consent of the Polish Financial Supervision Authority to do so.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 161.216.122 votes were cast for adoption of the resolution,
- 107.547 votes were cast against the resolution,
- 131 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.

Resolution No. 50
of the Ordinary General Meeting of Bank Polska Kasa Opieki Spółka Akcyjna on amendments
to the Statute of Bank Polska Kasa Opieki Spółka Akcyjna

Acting pursuant to Article 430 § 1 of the Commercial Companies Code and § 13(8) of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Ordinary General Meeting of Shareholders of the Bank hereby resolves as follows:

§ 1.

The Statute of Bank Polska Kasa Opieki Spółka Akcyjna shall be amended so that § 18 point 8 shall read as follows:

“8) Appointment and dismissal, upon request of the President of the Management Board of the Bank, of the Vice-Presidents and Members of the Management Board of the Bank, taking into consideration the assessment of compliance with the suitability requirements,”.

§2.

Pursuant to Article 430 § 5 of the Commercial Companies Code, the Supervisory Board is authorised to determine the consolidated text of the amended Statute of Bank Polska Kasa Opieki Spółka Akcyjna, taking into account the authorisation of the Polish Financial Supervision Authority referred to in §3.

§3.

The Resolution shall come into force on the date of its adoption, however, the amendment to the Statute of Bank Polska Kasa Opieki Spółka Akcyjna adopted under this Resolution requires entry in the Register of Entrepreneurs of the National Court Register in accordance with Article 430 §1 of the Commercial Companies Code, upon obtaining the consent of the Polish Financial Supervision Authority to do so.

After the ballot had been taken, the Chairman announced that in secret ballot on the above-mentioned resolution the number of shares was 161.323.800 shares, from which the total number of 161.323.800 valid votes were cast, representing 61,46% of shares in the share capital:

- 161.217.322 votes were cast for adoption of the resolution,
- 106.347 votes were cast against the resolution,
- 131 votes abstained.

The Chairman of the Meeting stated that the proposed resolution was adopted with the required majority of votes.