

**RESOLUTION No. 15/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

**on amending Resolution No 35/2020 of the Annual General Meeting of Powszechna Kasa
Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on the adoption of the Policy for
remunerating members of the Supervisory Board and Management Board**

Acting pursuant to Article 90d(1) of the Act on public offering and the conditions for introducing financial instruments to the organised trading system, and on public companies of 29 July 2005 in conjunction with Article 2(2)(1) of the Act on the terms of setting the remuneration of managers of certain companies of 9 June 2016 and Article 392(1) of the Commercial Companies Code, the Annual General Meeting hereby resolves as follows:

§ 1.

The Resolution No 35/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on the adoption of the Policy for remunerating members of the Supervisory Board and Management Board shall be amended so that in appendix 1 thereto, which specifies the Policy for remunerating members of the Supervisory Board and Management Board:

1) § 2(1) shall now read as follows:

- „1. Monthly remuneration of members of the Supervisory Board is determined as a product of the base salary referred to in Article 1(3)(11) of the Act on the terms of setting the remuneration and the relevant multiplier:
- a. for the Chair of the Supervisory Board – 2.75;
 - b. for the Deputy Chair of the Supervisory Board – 2.6;
 - c. for the Secretary of the Supervisory Board – 2.6;
 - d. for the remaining members of the Supervisory Board – 2.5”,

2) in § 3, the following paragraph 6 shall be added after paragraph 5:

“6. Member of the Supervisory Board has the right to join the Employee Pension Scheme of PKO Bank Polski S.A. on the terms and conditions applicable to Bank employees, provided that this is permitted by the generally applicable regulations. In connection with the appointment to the Supervisory Board and joining the Employee Pension Scheme of PKO Bank Polski S.A., the Bank makes a basic contribution to the Employee Pension Scheme of PKO Bank Polski S.A. for the member of the Supervisory Board, which is charged on the remuneration paid, as referred to in § 2. The contribution is not included in the remuneration.”.

§ 2.

The resolution enters into force on the date of its adoption, subject to the proviso that the amendment indicated in § 1(1) applies to remuneration of members of the Supervisory Board from the 1st day of the month following the month in which the resolution was adopted.

Additional information concerning the resolution:

number of shares for which valid votes were cast		900 549 658
% of share capital represented by the shares for which valid votes were cast		72.04%
total number of valid votes		900 549 658
including votes:	for	295 010 835
	against	579 748 961
	abstaining	25 789 862

**RESOLUTION No. 17/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

**on appointing a member of the Supervisory Board of
Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna**

Acting pursuant to § 5 section 2 of the Policy on assessing the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., annexed to resolution No. 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on approval of the Policy on assessing the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., amended by Resolutions of the Annual General Meeting of the Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna No. 34/2021 of 7 June 2021 and No. 40/2022 of 12 May 2022, in conjunction with Articles 22(2) and 22aa of the Banking Law of 29 August 1997, the Annual General Meeting, having assessed the suitability, shall resolve as follows:

§ 1.

Mr. Dominik Januszewski shall be appointed to the Supervisory Board for a new joint term of office of the Supervisory Board.

§ 2.

The resolution shall enter into force upon being adopted.

Additional information concerning the resolution:

number of shares for which valid votes were cast		900 549 658
% of share capital represented by the shares for which valid votes were cast		72.04%
total number of valid votes		900 549 658
including votes:	for	275 648 281
	against	598 794 610
	abstaining	26 106 767