

**UNOFFICIAL TRANSLATION**

**DRAFT RESOLUTIONS PROPOSED BY POWSZECHNY ZAKŁAD UBEZPIECZEŃ  
SPÓŁKA AKCYJNA**

**Resolution No. ....  
of the Extraordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna  
dated ..... 2025  
on the dismissal of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna**

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 item 14) of the Statute of the Bank, the Extraordinary General Meeting of the Bank hereby resolves as follows:

**§ 1**

The Extraordinary General Meeting dismisses ..... from the Bank's Supervisory Board.

**§ 2**

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

**Justification of the resolution of the Extraordinary General Meeting on the dismissal of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna.**

Pursuant to § 13 item 14) of the Statute of the Bank, a Member of the Supervisory Board may be dismissed by way of a resolution of the General Meeting.

**Resolution No. ...**  
**of the Extraordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna**  
**dated ..... 2025**  
**on the appointment of member of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna of**  
**office, taking into account the assessment of fulfilment of suitability requirements**

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 item 14) of the Statute of Bank Polska Kasa Opieki Spółka Akcyjna, the Extraordinary General Meeting hereby resolves as follows:

§ 1.

The Extraordinary General Meeting, taking into account the assessment of compliance with suitability requirements, appoints ..... as a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna for a joint term of three full years.

§ 2.

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

**Justification of the resolution of the Extraordinary General Meeting on the appointment of a member of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna, taking into account the assessment of compliance with suitability requirements.**

In accordance with § 58 (8) of: “*Policy for the selection of candidates for the function of a member of the Management Board and Key Function Holders and assessment of the suitability of the proposed and appointed members of the Management Board, Supervisory Board and Key Function Holders at Bank Polska Kasa Opieki Spółka Akcyjna*” (Policy), the General Meeting of Shareholders takes into consideration the results of the Suitability Assessment carried out by the Shareholder who nominated the relevant Candidate for a member of the Supervisory Board and information referred to in § 58 (7) of the Policy when adopting a resolution on the appointment of individual Candidates for members of the Supervisory Board to the Supervisory Board.

Pursuant to § 19 (1) of the Statute of the Bank, the Supervisory Board consists of between seven and nine members appointed by the General Meeting of Shareholders for a joint term of office of three full financial years. § 18 (14) of the Statute of the Bank stipulates that and dismissal of Members of the Supervisory Board shall take place with the consideration of the assessment of satisfaction of suitability requirements.

**Resolution No. ....**  
**of the Extraordinary General Meeting of Shareholders of Bank Polska Kasa Opieki Spółka Akcyjna**  
**dated ..... 2025**  
**on the assessment of the collective suitability of the Supervisory Board of Bank Polska Kasa**  
**Opieki Spółka Akcyjna**

Acting pursuant to Article 395 § 5 of the Commercial Companies Code, Recommendation 7.3 contained in “Recommendation Z concerning the principles of internal governance in banks” published by the Polish Financial Supervision Authority and § 10 par. 3) letter b) of the “Policy of selection of candidates for the function of a member of the Management Board and Key Function Holders and assessment of the suitability of the proposed and appointed members of the Management Board, Supervisory Board and Key Function Holders at Bank Polska Kasa Opieki Spółka Akcyjna”, constituting an appendix to Ordinance No. D/5/2021 of 12 January 2021, the Extraordinary General Meeting resolves as follows:

§ 1.

The Extraordinary General Meeting positively assesses the collective suitability of the following composition of the

Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna:

1.

§ 2.

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

**Justification of the resolution of the Extraordinary General Meeting on the assessment of the collective suitability of the Supervisory Board of Bank Polska Kasa Opieki Spółka Akcyjna**

Pursuant to § 10 (3)(b) of the “Policy for the selection of candidates for the function of a member of the Management Board and Key Function Holders and assessment of the suitability of the proposed and appointed members of the Management Board, Supervisory Board and Key Function Holders at Bank Polska Kasa Opieki Spółka Akcyjna”, constituting an appendix to Ordinance No. D/5/2021 of 12 January 2021, the Supervisory Board is subject to the Assessment of Collective Suitability. Due to changes in the composition of the Supervisory Board, it is necessary to assess the collective suitability of this body of the Bank.