

**Resolution No. ...
of the Ordinary General Meeting
of ING Bank Śląski Spółka Akcyjna of 11 April 2024**

on determining the number of Supervisory Board Members.

Under Article 385 §1 of the Commercial Companies and Partnerships Code Act of 15 September 2000 and §19 section 2 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A. hereby determine that the Supervisory Board of ING Bank Śląski S.A. shall have nine Members.



**Resolution No. ...
of the Ordinary General Meeting
of ING Bank Śląski Spółka Akcyjna of 11 April 2024**

on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Mr Stephen Creese fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Mr Stephen Creese as Member of the Supervisory Board of ING Bank Śląski S.A.



**Resolution No. ...
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on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Ms Dorota Dobija fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Ms Dorota Dobija as Member of the Supervisory Board of ING Bank Śląski S.A.



**Resolution No. ...
of the Ordinary General Meeting
of ING Bank Śląski Spółka Akcyjna of 11 April 2024**

on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Ms Aneta Hryckiewicz-Gontarczyk fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Ms Aneta Hryckiewicz-Gontarczyk as Member of the Supervisory Board of ING Bank Śląski S.A.



**Resolution No. ...
of the Ordinary General Meeting
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on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Ms Małgorzata Kołakowska fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Ms Małgorzata Kołakowska as Member of the Supervisory Board of ING Bank Śląski S.A.



**Resolution No. ...
of the Ordinary General Meeting
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on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Mr Arkadiusz Krasowski fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Mr Arkadiusz Krasowski as Member of the Supervisory Board of ING Bank Śląski S.A.



**Resolution No. ...
of the Ordinary General Meeting
of ING Bank Śląski Spółka Akcyjna of 11 April 2024**

on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Ms Monika Marcinkowska fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Ms Monika Marcinkowska as Member of the Supervisory Board of ING Bank Śląski S.A.



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on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Mr Hans De Munck fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Mr Hans De Munck as Member of the Supervisory Board of ING Bank Śląski S.A.



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on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Mr Serge Offers fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Mr Serge Offers as Member of the Supervisory Board of ING Bank Śląski S.A.



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on changes to the composition of the Supervisory Board.

Pursuant to Article 22 section 2 of the Banking Law Act of 29 August 1997 and §19 section 1 of the Charter of ING Bank Śląski S.A., the General Meeting of ING Bank Śląski S.A., having regard to the recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., states that Mr Michał Szczurek fulfils the requirements for a Member of the Supervisory Board specified in Article 22aa of the Banking Law Act.

With the above assessment in mind, the General Meeting of ING Bank Śląski S.A. appoints Mr Michał Szczurek as Member of the Supervisory Board of ING Bank Śląski S.A.



Stephen Creese

Education and qualifications

1998 University of Manchester
BA (Hons) Economics and Economic History
Chaloner prize (Faculty of Arts)

Additional qualifications

2007 Certified Information Systems Security Professional (CISSP)
(Exam passes – not practicing)

Professional experience

2021 – present ING Bank Śląski S.A.
Supervisory Board Member

06.2021 – present ING Bank N.V.
Global Head of Non-Financial Risk (NFR)

1998 – 05.2021 Citigroup Inc.
Experience leading Operational Risk, In-business Risk (Trading and Sales) Audit and Capital Markets Operations in Europe, Middle East and Africa

04.2014 – 05.2021 Managing Director - EMEA
Regional Head of Operational Risk
Global Head of Risk Control Assessment (RCA) & Program Director for Governance, Risk and Compliance project

09.2004 – 03.2014 EMEA Markets (Institutional Clients Group)
Managing Director – Head of In-Business Risk & Control

09.2001 – 08.2004 Internal Audit
Audit Manager – Citigroup Corporate & Investment Bank

09.1998 – 08.2001 Global Markets Operations
Forex & Local Markets, Risk Treasury

Dorota Dobija

Education and qualifications

2015 Full Professor in economic science, title awarded by the President of the Republic of Poland

2009 Professional title of Certified Accountant



2005	Habilitation degree in economic science – Management Science
1998	Ph.D. in economic science, specialty: Accounting
1992	MSc in Cybernetics and Computer Science, specialty: Data Processing and Accounting

Professional experience

2021 – present	ING Bank Śląski S.A. Supervisory Board Member
08.2015 – present	Kozminski University, Department of Accounting Professor in social science, disciplines: Management and Quality, Finance and Economics
09.2005 – 07.2015	Associate Professor in economic science, disciplines: Management Science, specialty: Accounting
09.1998 – 08.2007	Warsaw University, Faculty of Economic Sciences Assistant Professor, Department of Information Technology and Economic Analyses
09.1996 – 08.2008	Kozminski University, Department of Accounting Assistant Professor, Department of Accounting
09.1992 – 08.1996	Cracow University of Economics, Department of Accounting Teaching Assistant

Service on supervisory boards

2002 – 2004	XIII National Investment Fund “Fortuna”
2015 – 11.2021	PEKAO Investment Banking

Other self-development programmes attended

2024	ICAEW Fundamentals of Sustainability Programme
2022	ICC Coach
2020 – 2021	Kozminski University, Professional Coaching postgraduate studies
2016 – 2017	Warsaw University, Postgraduate Program in Business Statistics and Data Mining



2015 – 2016	Academy of Business Trainers, Kozminski University
2010 – 2012	Creating Research Leaders – a joint program of EFMD and EURAM for deans and research directors
2007	Faculty Development Program, IESE, Barcelona, Spain

Other activities

06.2023 – present	Vice-President of the Management Board, Leon Kozminski University Development Foundation
05.2017 – present	Vice-President of European Management Academy EURAM (responsible for governance and finance)
09.2016 – present	Ph.D. Programme Director, Kozminski University
09.2007 – 09.2015	Vice Rector for Research and Faculty, Kozminski University
09.1998 – 2007	Rector's Proxy for International Development
09.2005 – present	Head of Department of Accounting

International teaching experience

2020 – present	EuroMBA faculty member, Maastricht University School of Business and Economics, Netherlands
2019 – present	MBA faculty member, University of Applied Sciences & Arts Northwestern Switzerland, School of Business
2009 – 2019	Faculty member EURO*MBA, a distance learning MBA program run by a consortium of Maastricht University School of Business and Economics Netherlands, IAE Aix-en-Provence France, AUDENCIA Nantes École de Management France, EADA Barcelona Spain, Kozminski University, HHL-Leipzig Graduate School of Management, teaching Management Accounting course
2010	IAE Aix-en-Provence. Graduate School of Management, teaching Strategic Accounting course
2007 – 2017	Faculty member Bradford University, Master in International Business, teaching Accounting and Finance course
2005	Visiting Professor at École supérieure des sciences commerciales d'Angers (ESCCA) in Angers, France



Guest lectures at Arizona State University, Grand Valley State University, Sam Houston State University and University of Illinois at Urbana-Champaign

Visiting scholarships

2018	Visiting Professor, Queensland University of Technology, Australia
2017	Visiting Professor, Hong-Kong Polytechnic University
2015	Visiting Professor, IEDC – Bled School of Management, Bled, Slovenias
2007 – 2017	Affiliated Professor, Bradford School of Management, Bradford University, United Kingdom
2007 – 2010	Visiting Fellow, The University of Greenwich, London, United Kingdom
2002	Senior Research Fulbright Scholar, University of Illinois at Urbana-Champaign, USA

Other academic and professional functions

Membership in academic organisations	European Accounting Association, European Management Association, American Accounting Association, CEEMAN.
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Honours and awards

2018	Silver Cross of Merit
2015	CEEMAN RESEARCH CHAMPION award
2023, 2022, 2020, 2019, 2017	Rector's Award, Kozminski University, Warsaw
2008	Medal of the Commission of National Education

Aneta Hryckiewicz-Gontarczyk

Education and qualifications

2015	Warsaw School of Economics Habilitation degree in Finance
2009	Goethe University of Frankfurt, Frankfurt on the Main, Germany PhD in Economics



2005	Goethe University of Frankfurt, Frankfurt on the Main, Germany Master in Financial Econometrics
2004	Kozminski University, Warsaw Master in Finance and Accounting

Professional experience

2023 – present	Saïd Business School, University of Oxford, United Kingdom Associate
2019 – 2023	Polish Science Academy Member
2017 – present	Kozminski University, Warsaw Professor ALK
2011 – present	IESEG School of Management, Paris and Lille, France Lecturer
2011 – present	Maastricht Business School, the Netherlands Lecturer
2015 – 2017	Kozminski University, Warsaw Associate Professor, Department of Accounting
2009 – 2015	Kozminski University, Warsaw Assistant Professor, Department of Accounting
2009 – 2010	Goethe University, Frankfurt on the Main, Germany Research Associate
2005 – 2009	Goethe University, Frankfurt on the Main, Germany Research Assistant

Visiting positions

09.2002 – 08.2023	Saïd Business School, Oxford University, United Kingdom Visiting Researcher, Department of Financial Economics
06.2019	Saïd Business School, Oxford University, United Kingdom Visiting Researcher, Department of Financial Economics
2010 – 2011	Wharton Business School, University of Pennsylvania, United States Postdoctoral researcher



Professional functions

2023 – present	Fundacja Rozwoju ALK, Kozminski University, Warsaw Vice-President of the Finance Committee
2019 – present	Kozminski University, Warsaw Head of Finance and Economics Discipline
2018 – present	Kozminski University, Warsaw Leader of Big Data Science Program
2017 – present	Kozminski University, Warsaw Head of Division, Economic Institute for Empirical Analysis
2017 – present	Kozminski University, Warsaw Director of Center for Analysis of Financial Systems
2015 – present	PEKAO Investment Banking, Warsaw Member of the Supervisory Board
2015 – 2018	PEKAO Investment Banking, Warsaw Member of the Audit Committee
01.2005 – 02.2006	BNP Paribas, Frankfurt on the Main, Germany Corporate Finance, Mergers and Acquisitions Department Associate
06.2003 – 11.2004	Moellendorf & Company, Warsaw and Munich Corporate and Investment Advisory Junior Associate

Małgorzata Kotakowska

Education

2014	Harvard Business School Advanced Management Program (AMP)
1991	The Main School of Planning and Statistics (at present Warsaw School of Economics) International trade economics and organisation Master's degree in economics

Professional experience



2018 – present	ING Bank NV, London Branch CEO UK, Middle East
2016 – present	ING Bank Śląski S.A. Supervisory Board Member
04.2016 – 2018	ING Group Global Head of Network Wholesale Banking
02.2010 – 03.2016	ING Bank Śląski S.A. President of the Management Board
2008 – 2010	ING Bank Śląski S.A. Vice-President of the Management Board
2006 – 2008	ING Bank Śląski S.A. Wholesale Banking Division – area of strategic clients Bank Executive Director
2001 – 2006	European Bank of Reconstruction and Development Manager for Poland and Baltic Countries
1996 – 2001	McDonalds's Poland CFO
1993 – 1996	ING Bank N.V. Officer, Senior officer, Team head

Arkadiusz Krasowski

Education and qualifications

2022 – present	Nicolaus Copernicus University, Toruń PhD studies (ESG strategies and banks' credit ratings in Poland)
2014 – 2015	Harvard Business School: General Management Program
2010 – present	ACCA member
since 2010	Certified in Risk and Information Systems Control – CRISC
since 2003	Member of Polish National Chamber of Statutory Auditors (Statutory Auditor)
since 2002	Certified Information Systems Auditor – CISA



1995-1999 Warsaw School of Economics
Master's degree in Finance and Banking

1996-1997 University of Bayreuth, Germany
DAAD scholarship

1993-1995 Catholic University of Lublin
Transfer to Warsaw School of Economics

Professional experience

2008 – 2022 Ernst & Young Audit Sp. z o.o. (Financial Services)
Assurance – Global Financial Services Division
Director and Partner

2002 – 2008 Ernst & Young Audit Sp. z o.o. (Financial Services)
Assurance – Global Financial Services Division
(previously Arthur Andersen)
Experienced Sernior, Manager and Senior Manager

1998 – 2002 Arthur Andersen Sp. z o.o.
Assistant, Senior Assistant and Senior in Audit

Other activities

08.2022 – present TETAWORK Sp. z o.o.
Supervisory Board Member

2021 – present Nicolaus Copernicus University, Toruń
Faculty of Economic Sciences and Management
Program Board Member

2020 – present Harvard Club of Poland
Audit Committee Member
Audit Committee Chairman (since 2023)

Monika Marcinkowska

Education and qualifications

2014 Full Professor in economic science

2004 Habilitation degree in economic science University of Lodz,
Faculty of Economics and Sociology



1996 – 1998 Ph. D. degree in economic science – Management Science
University of Lodz, Faculty of Management

1992 – 1996 University degree
University of Lodz, Faculty of Management, Field of study:
Management and Marketing, Specialty: Accounting

Professional experience

2021 – present ING Bank Śląski S.A.
Supervisory Board Member

10.1998 – present University of Lodz

02.2002 – present Faculty of Economics and Sociology

2010 – present Head of the Institute of Finance

2006 – 2010 Head of the Department of Banking

2002 – 2006 Banking and Finance Department

10.1998 – 02.2002 Faculty of Management, Accounting Department

07.2000 – 12.2001 BRE Bank Spółka Akcyjna
Deputy Director - Department of Finance & Accounting of Retail
Banking Division

07.1999 – 06.2000 Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna
Mortgage Bank Creation Unit Member

12.1996 – 06.1999 Powszechny Bank Gospodarczy Spółka Akcyjna - Pekao S.A. Group
Assistant to the CFO

06.1996 – 12.1996 PBG - Investment Fund LLC
Investment Manager

03.1995 – 05. 1996 Radio Muzyka Fakty LLC – Cracow Head Office
Financial Analyst

10.1993 – 02.1995 Radio Muzyka Fakty LLC – Cracow Branch
Promotion Coordinator

Service on supervisory boards



04.2016 – present	Member of the European Banking Authority's Banking Stakeholder Group (since 2020 coordinator of Sustainable finance Working Group)
03.2020 – present	Bruegel – Board Member (non-executive director)
11.2016 – 11.2021	Polski Gaz TUW – Supervisory Board Member
11.2016 – 11.2019	University of Lodz Foundation – Foundation Board Member
06.2015 – 11.2021	DI Xelion Sp. z o.o – Supervisory Board Member, Chair of the Audit Committee and Risk Committee
11.2011 – 11.2016	Pocztylion-Arka PTE SA – Supervisory Board Mem

Other self-development programmes attended

03.2001	Shareholder Value Management – Management Centre Europe, Brussels
11.2000	CybeRetail Finance Forum – ICBI, Munich, Germany
03.1999	Cost management as a success factor in a commercial bank - GAB, Warsaw
06.1998	Economic Value Added - G.B. Stewart, Management Centre Europe, Brussels
06.1998	Activity Based Cost Management - R. Kaplan, Management Centre Europe, Brussels
06.1998	Balanced Scorecard – R. Kaplan, Management Centre Europe, Brussels
11.1997	Effective Cost Management and Control – J. Maberley, N. Willmer, Euromoney, London
02.1997	Bank financial management: BanRisk – The Stanford Game - Warsaw Insitute of Banking, Warsaw
10.1996	Mergers & Acquisitions – M. Grudziński, J. Czarnecki, Foundation for Accounting Development in Poland, Warsaw
09. – 10.1996	Bonds issue and Share issue - M. Grudziński, Foundation for Accounting Development in Poland, Warsaw



Honours and awards

2021	Corporate Governance Person of the Year 2021 - honorary title awarded for contribution to the construction and development of corporate governance in Poland
2016	Silver Nicolaus Copernicus Medal of the Polish Bank Association for outstanding achievements for the development and safe functioning of Polish banking
2010	prize of the 3rd Competition of the Committee of Finance of the Polish Academy of Sciences (the competition promoting excellence in the field of finance)
2006	Bronze Cross of Merit
2005	Beta – Polish Award for achievements in financial management sciences University of Lodz Rector's scientific awards: 5 individual, 3 team
2002	Award of the Executive Committee of the Polish Academy of Sciences and of the Conference of Rectors of Academic Schools in Poland (CRASP) in Lodz for life time achievement in humanities

Hans De Munck

Education and qualifications

2000	Graduate School of Business, University of Chicago, Chicago Master in Business Administration, graduated with high honors; major in Financial Engineering
1994 – 1996	Faculty of Applied Economics, Catholic University of Leuven, Leuven Teaching and Research Assistant
1994	Faculty of Applied Economics, Catholic University of Leuven, Leuven Commercial Engineer

Additional qualifications

2002	Vlerick Business School, General Management Program, ING specific management course
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Professional experience



2023 – present	ING Bank Śląski S.A. Supervisory Board Member
2018 – present	ING Belgium, Brussels Chief Financial Officer
2012 – 2018	ING Group Amsterdam Global head of Balance Sheet & Capital Management – Group Treasury
2012 – 2018	ING Belgium, Brussels Head of Bank Treasury – Bank Treasury
2012 – 2013	ING Group Amsterdam Implementation manager Bank Treasury
2008 – 2012	ING Group Amsterdam Head of Risk Integration & Analytics – Corporate Risk
2003 – 2008	ING Group Amsterdam Head of Asset & Liability Management – Market Risk Management
1999 – 2003	ING Belgium, Brussels Head of Asset & Liability Management – Market Risk Management
1996 – 1999	ING Belgium, Brussels Analyst – Market Risk Management

Serge Offers

Education and qualifications

2003 – 2005	University of Amsterdam Master of Science in Management Accounting and Control
2001 – 2003	University of Amsterdam Bachelor of Science in Economics
1998 – 2001	Amsterdam University of Applied Sciences Technical business studies

Professional experience

2022 – present	ING Bank Romania Head of Business Banking, Deputy CEO
2018 – 2022	ING Bank Romania



	Chief Financial Officer (CFO)
2016 – 2018	Group Finance ING Head of External Reporting
2014 – 2016	Group Finance ING Head of Regulatory Reporting
2009 – 2014	Group Finance ING Business Partnering
2006 – 2009	ING Bank Finance Traineeship
1997 – 2006	Venex/Maxeda
<u>Other activities</u>	
2019 – present	Netherlands-Romanian Chamber of Commerce (NRCC) President
2020 – present	Romanian Diversity Chamber (RDCC) Board Member

Michał Szczurek

Education

1997	Master of science, Economic Sciences, a joint programme of Warsaw University and Columbia University
	Master's degree, Faculty of Law and Administration, Warsaw University
	Master's degree, Department of Computer Sciences, Faculty of Electronics, University of Warsaw
	CEDEP Business School, Fontainebleau, France

Professional experience

2023 – present	ING Bank Italy Country Manager
2019 – 2022	ING Asia Head of Challengers & Growth Markets Asia



2018 – present	ING Bank Śląski S.A. Supervisory Board Member
2012 – 2019	ING Bank Romania Chief Executive Officer
2009 – 2012	TMB Bank Thailand Chief Retail Banking Officer
2004 – 2009	ING Bank Śląski S.A. Vice-President of the Management Board in charge of the retail banking division
2002 – 2004	ING Nationale- Nederlanden Polska S.A. Vice-President of the Management Board
2002 – 2004	Towarzystwo Ubezpieczeń na Życie ING Nationale-Nederlanden [Life Insurance Company] Member of the Management Board
2000 – 2002	ING Nationale-Nederlanden Polska Powszechnie Towarzystwo Emerytalne S.A. [Pension Fund] Chief Executive Officer
1998 – 2000	Nationale-Nederlanden Polska PTE S.A. [Pension Fund] Vice-President of the Management Board in charge of finance and investment policy of the pension fund
1996 – 1998	ING BSK Asset Management and ING BSK Towarzystwo Funduszy Powierniczych S.A. Member of the Management Board in charge of investment policy

