

**RESOLUTION No. 1/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on the election of the Chairman of the Annual General Meeting

Pursuant to Article 409 § 1 of the Commercial Companies Code the Annual General Meeting elects as its Chairman Mr Leszek Koziorowski.

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	900 532 480
	against	0
	abstaining	17 178

**RESOLUTION No. 2/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

§ 1.

The Annual General Meeting adopts the following agenda:

- 1) opening the Annual General Meeting,
- 2) electing the Chairman of the Annual General Meeting,
- 3) acknowledging that the Annual General Meeting has been correctly convened and has the authority to adopt binding resolutions,
- 4) adopting an agenda,
- 5) consideration of the Financial Statements of PKO Bank Polski S.A. for the year ended 31 December 2023 and the proposals of the Management Board to retain the undistributed profit of PKO Bank Polski S.A. from previous years as undistributed profit and to distribute the profit of PKO Bank Polski S.A. for 2023;
- 6) consideration of the Directors' Report of the PKO Bank Polski S.A. Group for 2023, prepared jointly with the Directors' Report of PKO Bank Polski S.A., together with the Directors' report on representation expenses, as well as expenses for legal, marketing, public relations and social communication services and management consulting services for 2023, as well as the Consolidated Financial Statements of the PKO Bank Polski S.A. Group for the year ended 31 December 2023;
- 7) consideration of the Report of the Supervisory Board of PKO Bank Polski S.A. for 2023;
- 8) the Supervisory Board's presentation of: the assessment of the functioning of the remuneration policy in PKO Bank Polski S.A., opinion on PKO Bank Polski S.A.'s application of the "Corporate governance rules for supervised institutions";
- 9) adopting resolutions on:
 - a) approving the Financial Statements of PKO Bank Polski S.A. for the year ended 31 December 2023;
 - b) approving the Directors' Report of the PKO Bank Polski S.A. Group for 2023, prepared jointly with the Directors' Report of PKO Bank Polski S.A., together with the Directors' report on representation expenses, as well as expenses for legal, marketing, public relations and social communication services and management consulting services for 2023;
 - c) approving the Consolidated Financial Statements of the PKO Bank Polski S.A. Group for the year ended 31 December 2023;
 - d) approving the Report of the Supervisory Board of PKO Bank Polski S.A. for the year 2023;
 - e) retaining the undistributed profit of PKO Bank Polski S.A. from previous years, as undistributed profit;

- f) distributing the profit earned by PKO Bank Polski S.A. in 2023, defining the amount of dividend per each share, dividend day and the day of its payment;
- 10) adopting resolutions on expressing an opinion regarding the "Report on the remuneration of the members of the Management Board and the Supervisory Board of PKO Bank Polski S.A. for the year 2023";
- 11) adopting the resolution on the assessment of the adequacy of the internal regulations concerning the functioning of the Supervisory Board of PKO Bank Polski S.A. and the effectiveness of its operations;
- 12) adopting the resolution on the amendments to the Articles of the Association of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna;
- 13) adopting the resolution on amending Resolution No. 50/2015 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 25 June 2015 on "Corporate governance principles for supervised institutions",
- 14) adopting the resolution on approving the Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A.;
- 15) adopting the resolution on approving the recommended minimum levels of competence and other requirements for assessing the suitability of candidates for members and members of the Bank's Supervisory Board;
- 16) adopting the resolution 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;
- 17) adopting resolutions on appointments to the Supervisory Board for a new term of office;
- 18) adopting the resolution on the assessment of the collective suitability of the Supervisory Board of PKO Bank Polski S.A.;
- 19) adopting resolutions on acknowledgement of the fulfilment of duties by the members of the Management Board for 2023;
- 20) adopting resolutions on acknowledgement of the fulfilment of duties by the members of the Supervisory Board for 2023;
- 21) closing the meeting.

§ 2.

This resolution shall come into force as of the date of its adoption.

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	712 429 177
against	0
abstaining	188 120 481

**RESOLUTION No. 3/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on approving the Financial statements of PKO Bank Polski S.A. for the year ended 31 December 2023

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Annual General Meeting approves the Financial statements of PKO Bank Polski S.A. for the year ended 31 December 2023, composed of:

- 1) the profit and loss account for the period from 1 January 2023 to 31 December 2023, reporting a net income in the amount of PLN 4 868 000 000;
- 2) statement of comprehensive income;
- 3) statement of financial position as of 31 December 2023, reporting assets and total liabilities and equity amounting to PLN 474 680 000 000;
- 4) statement of changes in equity;
- 5) statement of cash flow, showing an increase in net cash in the period between 1 January 2023 and 31 December 2023 by PLN 240 000 000.
- 6) notes to the financial statements.

§ 2.

This resolution shall come into force as of the date of its adoption.

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	900 152 090
against	95 264
abstaining	302 304

**RESOLUTION No. 4/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on approving the Directors' Report of the PKO Bank Polski S.A. Group for 2023, prepared jointly with the Directors' Report of PKO Bank Polski S.A., together with the Directors' report on representation expenses, as well as expenses for legal, marketing, public relations and social communication services and management consulting services for 2023

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Annual General Meeting hereby approves the Directors' Report of the PKO Bank Polski S.A. Group for year 2023 prepared jointly with the Directors' Report of PKO Bank Polski S.A., together with the Directors' report on representation expenses, as well as expenses for legal, marketing, public relations and social communication services and management consulting services for 2023.

§ 2.

This resolution shall come into force as of the date of its adoption.

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	900 208 218
	against	39 136
	abstaining	302 304

**RESOLUTION No. 5/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on approving the Consolidated financial statements of the PKO Bank Polski S.A. Group for the year ended 31 December 2023

Pursuant to Article 395 § 5 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Annual General Meeting approves the Consolidated financial statements of the PKO Bank Polski S.A. Group for the year ended 31 December 2023, composed of:

- 1) consolidated profit and loss account for the period from 1 January 2023 to 31 December 2023, reporting a net income in the amount of PLN 5 502 000 000;
- 2) consolidated total income statements;
- 3) consolidated statements of financial position as of 31 December 2023, reporting assets and total liabilities and equity amounting to PLN 501 516 000 000;
- 4) consolidated statements of changes in equity;
- 5) consolidated statements of cash flow, showing an increase in net cash in the period between 1 January 2023 and 31 December 2023 by PLN 34 000 000;
- 6) notes to the consolidated financial statements.

§ 2.

This resolution shall come into force as of the date of its adoption.

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	900 152 090
	against	95 264
	abstaining	302 304

**RESOLUTION No. 6/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on approving the Report of the Supervisory Board of PKO Bank Polski S.A. for the year 2023

Pursuant to Article 395 § 5 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Report of the Supervisory Board of PKO Bank Polski S.A. for the year 2023 is hereby approved.

§ 2.

This resolution shall come into force as of the date of its adoption.

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	900 172 549
	against	57 627
	abstaining	319 482

**RESOLUTION No. 7/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on retaining the undistributed profit of PKO Bank Polski S.A. from previous years, as undistributed profit

Acting pursuant to art. 395 § 2 point 2 of the Commercial Companies Code, the Annual General Meeting hereby adopts the following:

§ 1.

Undistributed profit of PKO Bank Polski S.A. from previous years in the amount of PLN 9 437 974 386,73 remains undistributed.

§ 2.

The resolution enters into force on the day of its adoption.

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	900 549 658
against	0
abstaining	0

**RESOLUTION No. 8/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on the distribution of profit earned by PKO Bank Polski S.A. in 2023, the defining the amount of dividend per each share, dividend day and the day of its payment

Acting pursuant to Article 395 § 2 point 2 and Article 348 § 3, § 4 and § 5 of the Commercial Companies Code, the Annual General Meeting hereby adopts the following:

§ 1.

1. From the net profit of PKO Bank Polski S.A. achieved in 2023 in the amount of PLN 4 868 360 037.30, PLN 3 237 500 000 will be allocated for the distribution among shareholders, which constitutes 66.5% of the net profit of PKO Bank Polski S.A. achieved in 2023 ("Distributable profit").
2. The remainder of the profit in the amount of PLN 1 630 860 037.30 will be allocated to the reserve capital for the payment of dividend, including interim dividend in accordance with § 30 of the Bank's Statute.
3. Distributable profit, increased by the amount of PLN 1 600 000 000 from the reserve capital established pursuant to resolution No. 7/2023 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of June 21, 2023 on the distribution of the profit of PKO Bank Polski S.A. achieved in 2022, intended for the payment of dividend, including an interim dividend in accordance with § 30 of the Bank's Statute, paid by the Bank on February 1, 2024 as an advance on dividend for the financial year 2023, i.e. a total amount of PLN 4 837 500 000 PLN, constitutes a dividend intended for distribution among all shareholders of the Bank.

§ 2.

The Management Board of PKO Bank Polski S.A. is authorized to use reserve capital for the payment of interim dividend.

§ 3.

1. Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna in 2024 shall pay the dividend from the net profit for 2023 in the amount of PLN 2.59 per share in accordance with section 3 and 4.
2. The remaining part of the dividend in the amount of PLN 1.28 gross per share was paid on February 1, 2024 as an interim dividend.
3. The dividend day shall be 8th August 2024.
4. The dividend shall be payable on 22nd August 2024.

§ 4.

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

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	900 547 299
against	2 359
abstaining	0

**RESOLUTION No. 9/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on expressing an opinion regarding the “Report on the remuneration of the members of the Management Board and the Supervisory Board of PKO Bank Polski S.A. for the year 2023”

Acting pursuant to Article 90g (6) of the Act on public offering and conditions governing the introduction of financial instruments to organized trading, and public companies of 29 July 2005, the Annual General Meeting adopts the following:

§ 1.

The “Report on the remuneration of the members of the Management Board and the Supervisory Board of PKO Bank Polski S.A. for the year 2023” prepared by the Supervisory Board is given a positive opinion, without any additional comments or reservations.

§ 2.

This resolution shall come into force as of the date of its adoption

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	616 596 372
against	258 825 330
abstaining	25 127 956

RESOLUTION No. 10/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024

on the assessment of the adequacy of the internal regulations concerning the functioning of the
Supervisory Board of PKO Bank Polski S.A. and the effectiveness of its operations

On the basis of Article 395 § 5 of the Commercial Companies Code, in conjunction with recommendation 8.9 of Recommendation Z of the Polish Financial Supervision Authority, the Annual General Meeting adopts the following:

§ 1.

Having read the legal opinion of an external advisor, on the adequacy of the internal regulations concerning the functioning of the Supervisory Board of PKO Bank Polski S.A. and the effectiveness of its operations, the adequacy of the internal regulations concerning the functioning of the Supervisory Board of PKO Bank Polski S.A. and the effectiveness of its operations are hereby assessed positively.

§ 2.

This resolution shall come into force as of the date of its adoption.

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	900 549 658
against	0
abstaining	0

**RESOLUTION No. 11/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

**on amendments to the Articles of Association of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Acting on the basis of Article 430 § 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Articles of Association of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna are hereby amended as follows:

1. in § 4:
 - 1) item 10 and item 16 in section 1 shall be deleted;
 - 2) in section 2, item 4 shall be amended to read as follows:
 - “4) carrying out brokerage activities referred to in Article 69 of the Act of 29 July 2005 on trading in financial instruments, in the following scope:
 - a) accepting and transferring orders to purchase or sell financial instruments;
 - b) executing the orders referred to in point a) above on behalf of the principal;
 - c) purchasing or selling financial instruments on own account;
 - d) investment advice;
 - e) offering financial instruments;
 - f) provision of services in the performance of the underwriting agreements or the performance of other agreements of a similar nature, if their subject matter is financial instruments;
 - g) safekeeping and recording financial instruments, including keeping securities accounts, derivatives accounts and omnibus accounts, as well as keeping cash accounts, and keeping records of financial instruments;
 - h) providing advice on the capital structure, business strategy or other issues related to such structure or strategy to businesses;
 - i) consultancy and other services related to mergers, splits and acquisitions;
 - j) currency exchange, where this is related to brokerage activities within the scope specified in Article 69 section 2 of the Act of 29 July 2005 on trading in financial instruments;
 - k) preparation of investment analyses, financial analyses and other general recommendations concerning transactions in financial instruments;”;
 - 3) item 1, item 5 and item 6 in section 3 shall be deleted.

2. in § 9 section 1, item 6) shall be amended to read as follows:
“6) issue of bonds convertible into shares, bonds with pre-emptive rights, as well as subscription warrants and issue of capital bonds convertible into Bank’s shares in the event of a trigger event and increase of the share capital by converting capital bonds into Bank’s shares;”;
3. in § 20, section 1 shall be amended to read as follows:
“1. All issues related to the management of the affairs of the Bank, which are not reserved for the General Meeting or the Supervisory Board by the generally applicable laws or the provisions of these Articles of Association, shall fall within the competences of the Management Board, including acquisition and disposal of real estate, an interest in real estate or a perpetual usufruct, which do not require permission of the General Meeting in accordance with § 9 or permission of the Supervisory Board in accordance with § 15, and the granting of the Bank’s shares in exchange for capital bonds in connection with the conversion of capital bonds into Bank’s shares in the event of a trigger event.”;
4. in § 28:
 - 1) section 1 shall be amended to read as follows:
“1. The Bank’s own funds shall be the sum of the Common Equity Tier 1 capital, Additional Tier 1 capital and Tier 2 capital.”
 - 2) sections 3 and 4 shall be added, reading as follows:
“3. The Bank may issue capital bonds and other financial instruments, on the basis of generally applicable laws, in order to qualify them as own funds.
4. Prior authorization of the Polish Financial Supervision Authority shall be required in case are:
 - 1) reduction, redemption or repurchase of instruments in Common Equity Tier 1 capital;
 - 2) reduction, distribution or reclassification as another own funds item of the share premium accounts related to own funds instruments;
 - 3) calling for the sale, redemption, repayment or repurchase of Tier 1 additional instruments or Tier 2 instruments before their contractual maturity.”

§ 2.

The Supervisory Board is hereby authorized to prepare the consolidated text of the Articles of Association of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna, taking into account the amendments referred to in § 1 hereof.

§ 3.

This resolution shall come into force as of the date of its adoption.

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	900 549 658
	against	0
	abstaining	0

**RESOLUTION No. 12/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024 r.**

**amending Resolution No 50/2015 of the Annual General Meeting of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna of 25 June 2015 on the “Corporate Governance Principles for supervised
institutions”**

Acting pursuant to Article 395 § 5 of the Commercial Companies Code, the Annual General Meeting hereby resolves as follows:

§ 1.

1. In Resolution No 50/2015 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 25 June 2015 on the “Corporate Governance Principles for supervised institutions” (as amended by Resolution No 33/2021 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 7 June 2021) § 2 shall be repealed.
2. The General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna declares that within the scope of § 28 section 4 of the “Corporate Governance Principles for supervised institutions”, the assessment shall be made starting from the Annual General Meeting held after the end of the current financial year.

§ 2.

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

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	809 537 914
against	0
abstaining	91 011 744

**RESOLUTION No. 13/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on approving the Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A.

Acting pursuant to § 9(1)(18) of the Bank's Articles of Association, in conjunction with Article 22aa of the Banking Law Act of 29 August 1997 and in conjunction with § 2(2) of the Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., which is attached to Resolution No. 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on approving the Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., as amended by Resolution No 34/2021 of 7 June 2021 and Resolution No 40/2022 of 12 May 2022, the Annual General Meeting hereby resolves as follows:

§ 1.

1. The Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A. in the wording forming an appendix hereto, which replaces the Policy adopted by Resolution No 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on approving the Policy concerning the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., as amended by Resolution No 34/2021 of 7 June 2021 and Resolution No 40/2022 of 12 May 2022, is hereby approved.
2. The Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., referred to in section 1, enters into force on the date following the date of completion of the Annual General Meeting convened for 28 June 2024.

§ 2.

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

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	900 216 989
	against	297 000
	abstaining	35 669

**RESOLUTION No. 14/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

**on approving the recommended minimum levels of competence and other requirements for assessing
the suitability of candidates for members and members of the Bank's Supervisory Board**

Acting pursuant to § 9(1)(18) of the Bank's Articles of Association, in conjunction with the Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., which is attached to Resolution No 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on approving the Policy concerning the assessment of the suitability of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., as amended by Resolution No 34/2021 of 7 June 2021 and Resolution No 40/2022 of 12 May 2022, the Annual General Meeting hereby resolves as follows:

§ 1.

The recommended minimum levels of competence and other requirements for assessing the suitability of candidates for members and members of the Bank's Supervisory Board, which form an appendix to Resolution No. 82/2023 of the Supervisory Board of 17 May 2023 on the adoption of the Recommended minimum levels of competence and other requirements for assessing the suitability of candidates for members and members of the Bank's Supervisory Board, are hereby approved in the wording forming an appendix hereto.

§ 2.

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

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	876 078 379
	against	23 842 378
	abstaining	628 901

**RESOLUTION No. 16/2024
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. Maciej Cieślukowski 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	668 054 558
against	230 875 630
abstaining	1 619 470

**RESOLUTION No. 18/2024
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. Jerzy Kalinowski 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	577 042 814
against	230 875 630
abstaining	92 631 214

**RESOLUTION No. 19/2024
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.

Ms Hanna Kuzińska 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	668 054 558
against	230 875 630
abstaining	1 619 470

**RESOLUTION No. 20/2024
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. Andrzej Oślizło 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	668 054 558
against	230 875 630
abstaining	1 619 470

**RESOLUTION No. 21/2024
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. Marek Panfil 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	860 890 567
% of share capital represented by the shares for which valid votes were cast	68.87%
total number of valid votes	860 890 567
including votes:	
for	666 641 112
against	192 636 552
abstaining	1 612 903

**RESOLUTION No. 22/2024
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. Paweł Waniowski 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	668 054 558
	against	230 875 630
	abstaining	1 619 470

**RESOLUTION No. 23/2024
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.

Ms Katarzyna Zimnicka-Jankowska 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	668 054 558
against	230 875 630
abstaining	1 619 470

**RESOLUTION No. 24/2024
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on the assessment of the collective suitability of the Supervisory Board of PKO Bank Polski S.A.

Acting on the basis of § 5 (4) of the Policy concerning the assessment of suitability of candidates for members and the members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., introduced by Resolution No. 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on the approval of the Policy concerning the assessment of suitability of candidates for members and the members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., amended by resolutions No. 34/2021 of 7 June 2021 of 7 June 2021 and No. 40/2022 of 12 May 2022 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna, in conjunction with Article 22aa of the Banking Law and the Guidelines of the European Banking Authority and the European Securities and Markets Authority on the assessment of the suitability of members of the management body and key function holders, after an assessment of suitability, the Annual General Meeting adopts the following:

§ 1.

The collective suitability of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna is hereby established.

§ 2.

This resolution shall come into force as of the date of its adoption.

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	470 302 188
against	232 421 150
abstaining	197 826 320

**RESOLUTION No. 25/2024
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 28 June 2024**

on the adjournment of the Annual General Meeting of PKO Bank Polski S.A.

Pursuant to Article 408(2) of the Commercial Companies Code, the Annual General Meeting resolves as follows:

§ 1.

The Annual General Meeting resolves to adjourn the Meeting until 23 (twenty-third) July 2024, 10:00 a.m. The Meeting will continue at the registered office of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna.

§ 2.

The resolution shall enter into force upon adoption

Additional information concerning the resolution:

number of shares for which valid votes were cast	892 041 868
% of share capital represented by the shares for which valid votes were cast	71.36%
total number of valid votes	892 041 868
including votes:	
for	664 141 970
against	0
abstaining	227 899 898