

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

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

Rationale

to draft resolution on the election of the Chairman of the Annual General Meeting

Pursuant to Article 409 § 1 of the Commercial Companies Code, the chairman shall be elected from among those entitled to participate in the general meeting. Pursuant to § 6 item 2 of the PKO Bank Polski S.A. General Meeting's Rules and Regulations, the person opening the General Meeting conducts the election of the Chairman of the General Meeting in a secret ballot, ensures the correct conduct of voting, and announces the result.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

on approving the Financial statements of PKO Bank Polski S.A. for the year ended 31 December 2025

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 2025, composed of:

- 1) the profit and loss account for the period from 1 January 2025 to 31 December 2025, reporting a net income in the amount of PLN 10 240 000 000;
- 2) statement of comprehensive income;
- 3) statement of financial position as of 31 December 2025, reporting assets and total liabilities and equity amounting to PLN 556 734 000 000;
- 4) statement of changes in equity;
- 5) statement of cash flow, showing a decrease in net cash in the period between 1 January 2025 and 31 December 2025 by PLN 3 040 000 000.
- 6) notes to the financial statements.

§ 2.

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

Rationale

to the draft resolution on approving the Financial statements of PKO Bank Polski S.A. for the year ended 31 December 2025

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the annual general meeting shall examine and approve the financial statements for the preceding financial year.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

on approving the Directors' Report of the PKO Bank Polski S.A. Group for 2025, prepared jointly with the Directors' Report of PKO Bank Polski S.A., which includes the PKO Bank Polski S.A. Group Sustainability Report 2025 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 2025, as well as a report on the application of best practices referred to in Article 7(3) of the Act of December 16, 2016, on the principles of state property management

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 2025 prepared jointly with the Directors' Report of PKO Bank Polski S.A., which includes the PKO Bank Polski S.A. Group Sustainability Report 2025 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 2025, as well as a report on the application of best practices referred to in Article 7(3) of the Act of December 16, 2016, on the principles of state property management.

§ 2.

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

Rationale

to the draft resolution on approving the Directors' Report of the PKO Bank Polski S.A. Group for 2025, prepared jointly with the Directors' Report of PKO Bank Polski S.A., which includes the PKO Bank Polski S.A. Group Sustainability Report 2025 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 2025, as well as a report on the application of best practices referred to in Article 7(3) of the Act of December 16, 2016, on the principles of state property management

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the annual general meeting shall examine and approve the financial statements for the preceding financial year.

However, in compliance with art. 55 item 2a of the Accounting Act, the group directors' report may be prepared together with the directors' report of the parent company as one report. By exercising this right, the Bank prepared one PKO Bank Polski S.A. Group Directors' Report including Directors' Report of PKO Bank Polski S.A.

Due to Article 63 x of the Accounting Act, the Bank included information necessary to understand the Group's impact on sustainability issues and how sustainability issues affect the Group's development, performance and position, referred to as the PKO Bank Polski S.A. Group Sustainability Report in the directors' report as a separate part.

Furthermore, pursuant to Article 23a of the Bank's Articles of Association, the Management Board is required to prepare and submit to the Supervisory Board and the General Meeting a report on entertainment expenses, as well as expenses for legal services, marketing services, public relations and social communication services, and management consulting services, as well as a report on the application of good practices referred to in Article 7(3) of the Act of December 16, 2016, on the principles of state property management, together with the Bank's Director's Report for the previous fiscal year, provided that the scope of the reports takes into account the need to respect legally protected secrets, in particular those specified in Article 428 of the Commercial Companies Code.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on approving the Consolidated financial statements of the PKO Bank Polski S.A. Group for the year ended
31 December 2025**

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 2025, composed of:

- 1) consolidated profit and loss account for the period from 1 January 2025 to 31 December 2025, reporting a net income in the amount of PLN 10 682 000 000;
- 2) consolidated total income statements;
- 3) consolidated statements of financial position as of 31 December 2025, reporting assets and total liabilities and equity amounting to PLN 583 079 000 000;
- 4) consolidated statements of changes in equity;
- 5) consolidated statements of cash flow, showing a decrease in net cash in the period between 1 January 2025 and 31 December 2025 by PLN 3 323 000 000;
- 6) notes to the consolidated financial statements.

§ 2.

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

Rationale

**to the draft resolution on approving the Consolidated financial statements of the PKO Bank Polski S.A.
Group for the year ended 31 December 2025**

Pursuant to Article 395 § 5 of the Commercial Companies Code, the annual general meeting shall examine and approve financial statements of the group within the meaning of the provisions on accounting and the other issues that mentioned in the § 2 of this article.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

on approving the Report of the Supervisory Board of PKO Bank Polski S.A. for the year 2025

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 2025 is hereby approved.

§ 2.

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

Rationale

to the draft resolution on approving the Report of the Supervisory Board of PKO Bank Polski S.A. for the year 2025

Pursuant to Article 382 § 3 of the Commercial Companies Code, special duties of the supervisory board shall include:

- 1) making the assessment of the reports referred to in the Article 395 § 2 point 1 of the Commercial Companies Code, to the extent of their conformity with books and documents and with the actual state of things,
- 2) making the assessment of the management board's motions on the distribution of profit or covering loss,
- 3) preparing and submitting to the general meeting annual written report for the previous financial year (report of the supervisory board).

Pursuant to Article 395 § 5 of the Commercial Companies Code, the annual general meeting shall examine and approve financial statements of the capital group within the meaning of the provisions on accounting and the other issues that mentioned in the § 2 of this article.

In relation to the above-mentioned duty, the Supervisory Board has prepared the above report and presented it for approval.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

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.

Rationale

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

Pursuant to the provisions of the Commercial Companies Code, the distribution of net profit or coverage of net loss is carried out by the Annual General Meeting. According to the draft resolution of the Annual General Meeting it is proposed that the undistributed profit of PKO Bank Polski S.A. from previous years in the amount of PLN 9 437 974 386,73 remains undistributed profit.

Leaving previous years' retained earnings undistributed is in line with the Bank's strategy for 2025-2027 in the context of ensuring capital security and the possibility of further credit growth, including active participation in financing the energy transition in Poland.

In addition, due to regulatory changes, in particular:

- Acts amending Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms, with regard to requirements for credit risk, credit valuation adjustment risk, operational risk, market risk and the minimum capital threshold, and the
- Regulation of the Minister of Finance on the countercyclical buffer rate,

which directly affect capital needs, there is a need to ensure a stable own funds base for the Bank.

The lack of undistributed profit distribution has no impact on PKO Bank Polski S.A.'s capital ratios.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

on the distribution of profit earned by PKO Bank Polski S.A. in 2025, 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 2025 in the amount of PLN 10,240,339,773.72, PLN 7,675,000,000 will be allocated to be distributed among shareholders, which constitutes 74.95% of the net profit of PKO Bank Polski S.A. achieves in 2025.
2. The remainder of the profit in the amount of PLN 2,565,339,773.72 will be allocated to the reserve capital for the payment of dividend, including interim dividend in accordance with § 30 of the Bank's Statute.

§ 2.

The Management Board of PKO Bank Polski S.A. is authorized to use reserve capital referred to in § 1 (2) for the payment of interim dividend.

§ 3.

1. Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna shall pay the dividend from the net profit for 2025 in the amount of PLN 6.14 per share in accordance with section 2 and 3.
2. The dividend day shall be 5 August 2026.
3. The dividend shall be payable on 13 August 2026.

§ 4.

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

Rationale

to the draft resolution on distribution of the profit earned by PKO Bank Polski S.A. in 2025, the defining the amount of dividend per each share, dividend day and the day of its payment

In compliance with the provisions of the Commercial Companies Code, the distribution of net profit and coverage of net loss are the prerogative of the Annual General Meeting.

In compliance with the draft resolution of the Annual General Meeting:

1. an amount of PLN 7,675,000,000 will be allocated for dividend from the profit earned in year 2025, i.e. 74.95% of the distributed net profit for 2025 (PLN 6.14 gross per share). The proposed dividend level

is consistent with the dividend policy declared by the Management Board and the Supervisory Board, which assumes that payments of dividends in the long term perspective are made in a stable manner with respect to the principle of prudent management of the Bank and the Bank's Group as well as the possibility of making payments out of capital excess over minimum capital adequacy ratios arising from generally applicable legal regulations and regulatory requirements as well as the minimum level of capital ratios and additional criteria related to the size of the portfolio of the currency loans stipulated by the Polish Financial Supervision Authority, for the purpose of the payment of dividend by the Bank and the sensitivity of interest income and the economic value of capital to changes in interest rates. The proposed dividend level also takes into account the individual recommendation of the Polish Financial Supervision Authority ("PFSA") of 27 February 2026 regarding the dividend policy and recommendations for the bank in which the PFSA recommended that the Bank not pay a dividend from the profit earned in the period from January 1 to December 31, 2025 in an amount higher than 75%, with the maximum amount additionally limited to the amount of annual profit less the profit earned in 2025 already included in own funds.

2. the remainder of the net profit for 2025 in the amount of PLN 2,565,339,773.72 will be allocated to reserve capital for the payment of dividend, including interim dividend. Such action will enable the Management Board to make a possible decision, after obtaining the consent of the Supervisory Board, on the payment of profit to shareholders in the form of an interim dividend and the use of reserve capital for this purpose (based on the authorization for the Management Board), in the amount consistent with the requirements specified in Art. 349 § 2 of the Commercial Companies Code. At the same time, the payment of the interim dividend will depend on the Bank's positive position of the PFSA and the current economic and market situation.

In relation to the distribution of the profit made for 2025 there is a need to establish the rules of disbursement of the dividend.

In compliance with art. 348 § 3 - 5 of the Commercial Companies Code, the annual general meeting of a public company sets a dividend day and a dividend payment date. The dividend day may be set not earlier than five days and no later than three months from the date of adoption of the resolution. The dividend payment date may be set in the next three months, starting from the dividend day.

In addition, pursuant to § 121 item 2 of the Rules of the National Depository for Securities, the dividend disbursement day should be at least on the second day after the dividend day. Pursuant to § 9 item 1 of the Rules and Regulations of the National Depository for Securities, days recognized as non-working days pursuant to generally applicable provisions of law and Saturdays are excluded from the deadline.

Due to the above it is necessary to present this draft resolution for the consideration of the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

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 2025”

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 2025” 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.

Rationale

to the draft resolution on the opinion on 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 2025”

The Act of 29 July 2005 on public offering and conditions governing the introduction of financial instruments to organized trading and public companies, (the “Act on public offering”) requires public companies to prepare and publish annual reports on the remuneration of the members of the management board and the supervisory board. This act stipulates that the general meeting shall adopt a resolution expressing an opinion on the remuneration report.

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 2025”, which is the subject of the opinion expressed in the resolution of the Annual General Meeting, is the report prepared in accordance with the regulations on remuneration in public companies, pursuant to Article 90g of the Act on public offering. It provides a comprehensive overview of remuneration in the financial year 2025, including all benefits, regardless of their form, received or due to individual members of the Management Board and Supervisory Board in accordance with Powszechna Kasa Oszczędności Bank Polski S.A.’s remuneration policy. The members of the Supervisory Board are responsible for the information contained in the report.

In view of the completeness and compliance of 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 2025” with the requirements of the Act on public offering, as confirmed by the auditor’s opinion prepared pursuant to

Article 90g (10) of the Act on public offering, the Annual General Meeting should adopt a resolution giving a positive opinion on its content without any additional comments or reservations with respect to the report under review.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Szymon Midera, President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Szymon Midera was a President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Krzysztof Dresler, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Krzysztof Dresler was a Vice-President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Ms Ludmiła Falak-Cyniak, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of her duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Ms Ludmiła Falak-Cyniak was a Vice-President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Piotr Mazur, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Piotr Mazur was a Vice-President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Tomasz Pol, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 May 2025 to 31 December 2025, when Mr Tomasz Pol was a Vice-President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Marek Radzikowski, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Marek Radzikowski was a Vice-President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Michał Sobolewski, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Michał Sobolewski was a Vice-President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Mariusz Zarzycki, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Management Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Mariusz Zarzycki was a Vice-President of the Management Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Tomasz Siemiątkowski, the Chairman of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 25 August 2025 to 31 December 2025, when Mr Tomasz Siemiątkowski was the member of the Supervisory Board, including as its Chairman from 1 September 2025.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Ms Katarzyna Zimnicka-Jankowska, the Vice-Chairman of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of her duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Ms Katarzyna Zimnicka-Jankowska was the Chairman of the Supervisory Board until 31 August 2025, and subsequently from 1 September 2025 as Vice-Chairman of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Marek Panfil, the Secretary of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025 when Mr Marek Panfil was the Secretary of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Maciej Cieślukowski, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Maciej Cieślukowski was a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Jerzy Kalinowski, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Jerzy Kalinowski was a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Ms Hanna Kuzińska, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of her duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Ms Hanna Kuzińska was a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Ms Małgorzata Prochwicz-O'Shaughnessy, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of her duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 25 August 2025 to 31 December 2025, when Ms Małgorzata Prochwicz-O'Shaughnessy was a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Jerzy Śledziewski, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Jerzy Śledziewski was a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Paweł Waniowski, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 31 December 2025, when Mr Paweł Waniowski was a Vice-Chairman of the Supervisory Board until 31 August 2025, and subsequently as a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Ms Anna Zabłocka-Wiercińska, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 25 August 2025 to 31 December 2025, when Ms Anna Zabłocka-Wiercińska was a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on granting a vote of acceptance to the performance of duties by a member of the PKO Bank Polski S.A.
Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Andrzej Oślizło, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2025.

§ 2.

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

Rationale

**to the draft resolution on granting a vote of acceptance to the performance of duties by a member of the
PKO Bank Polski S.A. Supervisory Board for 2025**

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, one of the issues discussed at the annual general meeting should be granting a vote of acceptance to members of company bodies to confirm the discharge of their duties. The granting of a vote of acceptance shall be for the period from 1 January 2025 to 11 December 2025, when Mr Andrzej Oślizło was a member of the Supervisory Board.

In relation to the above the resolution should be considered at the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**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 functioning**

Pursuant to Article 395 § 5 of the Code of Commercial Companies in conjunction with recommendation 8.9 of Recommendation Z of the Polish Financial Supervision Authority concerning the principles of internal governance in banks, the Annual General Meeting of Shareholders hereby resolves as follows:

§ 1.

Having examined the legal opinion of the external advisor on the adequacy of internal regulations concerning the functioning of the Supervisory Board of PKO Bank Polski S.A. and the effectiveness of its functioning, a positive assessment is made of the adequacy of internal regulations concerning the functioning of the Supervisory Board of PKO Bank Polski S.A. and the effectiveness of its functioning.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

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

In accordance with the content of recommendation 8.9 of Recommendation Z of the Polish Financial Supervision Authority concerning the principles of internal governance in banks, which should be applied by banking sector entities as of 1 January 2022, the adequacy of internal regulations concerning the functioning of the supervisory board and the management board and the effectiveness of the functioning of these bodies should be subject to regular self-assessment, as well as assessment: by the supervisory board – as regards the management board, and by the general meeting (meeting of representatives) – as regards the supervisory board. The assessment may be carried out with the support of external advisors.

Therefore, and taking into account the resolution No. 47/2026 of the Supervisory Board of 23 April 2026 on the self-assessment of the Supervisory Board regarding the adequacy of internal regulations concerning the functioning of the Supervisory Board and the effectiveness of its functioning, it is currently necessary that the Annual General Meeting of Shareholders of PKO Bank Polski S.A. passes the resolution in question.

In order to support the Shareholders in assessing the internal regulations concerning the functioning of the Supervisory Board, the Bank asked an independent external advisor to analyse the internal

regulations applicable at the Bank and concerning the functioning of the Supervisory Board. A number of documents were analysed, in particular the Bank's Articles of Association, Rules of the Supervisory Board and all committees operating within the Supervisory Board, Rules of participation in meetings of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna by means of direct remote communication, Organizational Rules of the Bank and 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.

The analysis carried out by the advisor resulted in a legal opinion confirming in its conclusions that the regulations in force at the Bank are adequate within the meaning of recommendation 8.9 of Recommendation Z, and are also transparent and well-structure and ensure clear division of competences in the Supervisory Board of the Bank.

Thus, the General Meeting has the grounds to adopt the resolution on the assessment of the adequacy of internal regulations concerning the functioning of the Supervisory Board of PKO Bank Polski S.A. and the effectiveness of its functioning.

The opinion of the external legal advisor of 31 March 2026 issued in connection with the assessment of adequacy of internal regulations concerning the functioning of the Supervisory Board of PKO Bank Polski S.A. is attached as an appendix to this justification.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the approval 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 and to
gender diversity on the Bank's Supervisory Board**

Acting pursuant to § 9 section 1 item 18 of the Bank's Articles of Association in connection with the Policy on the suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., adopted by Resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy on the suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., 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 and to gender diversity on the Bank's Supervisory Board, constituting an appendix to Resolution No. 63/2026 of the Supervisory Board of 13 May 2026 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 and to Gender Diversity on the Bank's Supervisory Board, are hereby approved in the wording set out in the appendix to this resolution.

§ 2.

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

Rationale

**to the draft resolution on the approval 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 and to gender diversity on the Bank's Supervisory Board**

In 2024, the General Meeting approved 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 (hereinafter: the Recommended Requirements), as adopted by the Bank's Supervisory Board.

The Recommended Requirements constitute an element supporting the process by which the General Meeting carries out the individual suitability assessment of candidates for members and members of the

Bank's Supervisory Board, as well as the collective suitability assessment of the Bank's Supervisory Board.

The recommended minimum levels of competence have been prepared on the basis of, inter alia:

- the requirements arising from generally applicable provisions of law,
 - the guidelines issued by the national or European supervisory authority,
 - the Methodology for the suitability assessment of members of bodies of supervised entities issued by the Polish Financial Supervision Authority, and
- taking into account the specific nature of the Bank's functioning.

As a result of the annual review of the Policy on the suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the Bank's Supervisory Board has updated the Recommended Requirements with regard to:

- specifying in greater detail the requirements relating to the undertaking of additional professional activities and the combination of positions by members of the Bank's Supervisory Board,
- adding provisions on the minimum gender diversity target on the Bank's Supervisory Board (in accordance with the suitability policy concerning members of the Bank's Supervisory Board),
- introducing structural and editorial amendments.

The Recommended Requirements are subsequently submitted for approval by the Annual General Meeting.

In view of the above, this draft resolution has been submitted for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

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 of 29 July 2005 on public offering and the conditions for introducing financial instruments to the organised trading system, and on public companies, the General Meeting hereby resolves as follows:

§ 1.

1. The Policy for remunerating Members of the Supervisory Board and Management Board, set out in the Appendix to this resolution, is hereby adopted.
2. The Supervisory Board is hereby authorised to establish further rules for the employment and remuneration of Members of the Bank's Management Board which further specify the provisions of the Policy for remunerating Members of the Supervisory Board and Management Board – in line with the principles of that policy set out in this resolution and with generally applicable laws.
3. 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 is hereby repealed.

§ 2.

The resolution shall enter into force on the date of its adoption.

**Rationale
to the draft resolution on the adoption of the Policy for remunerating Members of the Supervisory Board and Management Board**

The purpose of regulating remuneration policy in public companies through the Act of 29 July 2005 on public offering and the conditions for introducing financial instruments to the organised trading system, and on public companies (the “Public Offering Act”) was to encourage shareholder engagement and to grant shareholders greater control over the remuneration of members of company bodies. The remuneration policy in banks should, however, pursue specific objectives, and in particular contribute to sound risk management. For this reason, Article 90c(2)(1) of the Public Offering Act excludes the application of the Public Offering Act to remuneration in banks to the extent that such remuneration is subject to specific regulation. For banks, these matters are described in detail in the remuneration policy issued pursuant to Articles 9ca and 9cb of the Banking Law.

Moreover, as § 23(1) and (2) of the Regulation of the Minister of Finance, Funds and Regional Policy of 8 June 2021 on the risk management system and the internal control system, and on the remuneration policy in banks stipulates: “The remuneration policy for all employees of the bank shall: 1) support sound and effective risk management and shall not encourage the taking of excessive risk going beyond the acceptable overall level of risk approved by the supervisory board; 2) support the implementation of the bank management strategy and the risk management strategy and shall limit conflicts of interest;”. Rules governing remuneration policy in banks should therefore primarily ensure that the remuneration system does not reward decision-makers for taking excessive risk.

Given this approach, the Bank’s actions should reflect the principle that the regulation of remuneration policy under the Public Offering Act seeks to enhance the transparency of companies on the regulated market, including through public disclosure of the policy. That said, the policy should clearly indicate that it is a document setting out the basic principles for shaping the remuneration of members of company bodies, while the document setting out the Bank’s detailed remuneration policy is the remuneration policy adopted pursuant to Article 9ca of the Banking Law.

The Bank has in place a “Policy for remunerating Members of the Supervisory Board and Management Board of Powszechna Kasa Oszczędności Bank Polski S.A.”, adopted by Resolution No. 35/2020 of the Annual General Meeting of the Bank of 26 August 2020. This document constitutes a “remuneration policy for members of the management board and supervisory board” within the meaning of Article 90d(1) of the Public Offering Act. In view of the regulatory context described above, it is proposed that Resolution No 35/2020 be repealed and that, in its place, a new Policy for remunerating Members of the Supervisory Board and Management Board be adopted in a simplified and more readable form.

It should be emphasised that the proposed amendments do not introduce any new arrangements or new remuneration rules. Their purpose is to streamline and harmonise the structure of the existing provisions and to link them clearly with other documents governing remuneration in the Bank, so that the whole is more transparent and comprehensible to shareholders.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the assessment of the conduciveness of PKO Bank Polski S.A.'s remuneration policy to the Bank's
development and operational security**

Acting pursuant to the Resolution No. 50/2015 of the Annual General Meeting of 25 June 2015 on the "Corporate Governance Principles for Supervised Institutions" amended by the Resolution No. 12/2024 of the Annual General Meeting of 28 June 2024, in conjunction with § 28(4) of the "Corporate governance principles for supervised institutions", the Annual General Meeting resolves as follows:

§ 1.

Having considered the "Assessment of the functioning of PKO Bank Polski S.A.'s remuneration policy in 2025" report presented by the Supervisory Board, the General Meeting has determined that the established PKO Bank Polski S.A.'s remuneration policy is conducive to the development and operational security of PKO Bank Polski S.A.

§ 2.

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

Rationale

**to the draft resolution on the assessment of the conduciveness of PKO Bank Polski S.A.'s remuneration
policy to the Bank's development and operational security**

The General Meeting adopted the Corporate Governance Principles for Supervised Institutions by Resolution No. 50/2015 of the Annual General Meeting of June 25, 2015, on the "Corporate Governance Principles for Supervised Institutions," as amended by Resolution No. 12/2024 of the Annual General Meeting of June 28, 2024. Pursuant to § 28(4) of the Corporate Governance Principles for Supervised Institutions, the decision-making body assesses whether the established remuneration policy promotes the development and operational security of the supervised institution.

Pursuant to § 28(3) of the "Corporate governance principles for supervised institutions", the Supervisory Board has prepared an annual report entitled "Assessment of the functioning of PKO Bank Polski S.A.'s remuneration policy in 2025" and submitted it to the General Meeting. The report consists of two main parts:

- 1) part describing the remuneration components and mechanisms for managing the Bank's remuneration policy,
- 2) part assessing the remuneration policy.

In particular, the report confirms that:

- 1) In 2025, the PKO Bank Polski S.A. and the PKO Bank Polski S.A. Group continued a remuneration policy meant to guarantee a coherent and transparent remuneration system, based on the alignment of remuneration levels to the different grade groups and comparing them to market remuneration.
- 2) The PKO Bank Polski S.A. development and security under its remuneration policy is ensured through the following measures:
 - a) motivating employees to act in line with the PKO Bank Polski S.A. interests,
 - b) linking the amount of remuneration paid with the PKO Bank Polski S.A. situation,
 - c) ensuring an adequate level of control over the levels of fixed and variable remuneration, as well as non-salary benefits.
- 3) The PKO Bank Polski S.A. remuneration policy for members of the Supervisory Board and the Management Board, as well as for key managers is defined by relevant internal regulations that have been reviewed for consistency and transparency.
- 4) The Supervisory Board has introduced regulations defining the rules for remunerating members of the Management Board and supervises compliance therewith, sets out the criteria and conditions justifying one's entitlement to variable remuneration and reviews them before variable remuneration is paid.
- 5) Variable remuneration of members of the PKO Bank Polski S.A. Management Board and key managers depends on the achievement of individually defined goals correlated with the PKO Bank Polski S.A. strategy. These goals include quantitative and qualitative criteria and are formulated so as to incentivise employees and promote behaviour that leads towards achieving the PKO Bank Polski S.A. objectives.
- 6) The remuneration policy does not encourage excessive risk-taking and – given the PKO Bank Polski S.A. financial situation – it is balanced, while supporting the PKO Bank Polski S.A. strategic objectives and its long-term development.

The assessment was carried out as at 31 December 2025.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Mr Maciej Cieślukowski – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding

the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Mr Jerzy Kalinowski – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Ms Hanna Kuzińska – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding

the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Mr Grzegorz Mazurek – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding

the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Mr Marek Panfil – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Ms Małgorzata Prochwicz-O’Shaughnessy – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate’s qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank’s operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding

the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Mr Tomasz Siemiątkowski – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Mr Jerzy Śledziwski – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Mr Paweł Waniowski – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Ms Anna Zabłocka-Wiercińska – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

**on the periodic assessment of the individual suitability of a member of the Supervisory Board of PKO
Bank Polski S.A.**

Acting pursuant to § 5(2)(2) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Act of 29 August 1997 Banking Law, the Annual General Meeting, after conducting the suitability assessment, resolves as follows:

§ 1.

The individual suitability of the member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna – Ms Katarzyna Zimnicka-Jankowska – conducted as part of the periodic suitability assessment, is confirmed.

§ 2.

The resolution shall enter into force on the date of its adoption.

Rationale

**to the draft resolution on the periodic assessment of the individual suitability of a member of the
Supervisory Board of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting once a year conducts a periodic assessment of the individual suitability of the Supervisory Board members.

The assessment of individual suitability takes into account the candidate's qualifications—defined as knowledge, experience, and skills—in terms of their relevance to the functions performed and duties assigned, as well as in relation to the principles governing the supervision of the Bank's operations. The assessment criteria also include an evaluation of reputation, understood as a sufficiently unblemished reputation, including integrity and ethical conduct. The assessment also covers, among other things, the ability to form an independent judgment, meeting the criteria for independence, and the ability to devote an adequate amount of time to performing the assigned duties (taking into account limitations regarding the number of functions held). The assessment criteria also include potential conflicts of interest that may arise from the position held and the duties assigned.

Given the above, the General Meeting, taking into account the aforementioned obligation, should conduct an individual suitability assessment of the Supervisory Board member.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

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

Acting pursuant to § 5(4) of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., introduced by resolution No. 50/2025 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 13 June 2025 on the approval of the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., in connection with Article 22aa of the Banking Law Act 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, the Annual General Meeting of Shareholders, after conducting the suitability assessment, resolves as follows:

§ 1.

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

§ 2.

The resolution shall enter into force on the date of its adoption.

**Rationale
to the draft resolution on the collective suitability assessment of the Supervisory Board
of PKO Bank Polski S.A.**

According to the Policy regarding suitability assessment of candidates for members and members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., the General Meeting, once a year conducts a periodic assessment of the collective suitability of the members of the Bank's Supervisory Board.

When assessing collective Suitability, the criteria arising from the guidelines of a domestic or European supervisory authority issued in this regard and the requirements set out in the generally applicable laws are taken into account, focusing primarily on ensuring an appropriate level of knowledge, skills and experience in the context of the nature and range of the Bank's activities and the material risks of those activities and in terms of the ability of the Board as a body to perform supervisory functions at the Bank.

In view of the above, the General Meeting should conduct a periodic assessment of the Bank's Supervisory Board collective suitability. In the event that the deadline for the periodic assessment of the

collective suitability coincides with changes in the composition of the Bank's Supervisory Board, such changes shall be taken into account when conducting the suitability assessment.

Therefore, this draft resolution has been presented for consideration by the Annual General Meeting.

The project of the resolution has received the positive opinion of the Supervisory Board.

**RESOLUTION No. /2026
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 29 June 2026**

regarding the amendment of Resolution No. 2/2017 of the Extraordinary General Meeting of Powszechna Kasa Oszczędności Bank Polski S.A. dated March 13, 2017 on the rules for determining the remuneration of Management Board members, as amended by Resolution No. 4/2019 of the Extraordinary General Meeting of Powszechna Kasa Oszczędności Bank Polski S.A. dated September 17, 2019.

Pursuant to Article 378 § 2 of the Commercial Companies Code and Article 2(2)(1) and Article 4(3) of the Act of June 9, 2016, on the principles for determining the remuneration of persons managing certain companies (Journal of Laws of 2020, item 1907), the Company's Annual General Meeting hereby resolves as follows:

§1.

Resolution No. 2/2017 of the Extraordinary General Meeting of Powszechna Kasa Oszczędności Bank Polski S.A. dated March 13, 2017, on the rules for determining the remuneration of Management Board members, as amended by Resolution No. 4/2019 of the Extraordinary General Meeting of Powszechna Kasa Oszczędności Bank Polski S.A. dated September 17, 2019, is hereby amended as follows:

- 1) Section 2, paragraph 2, which reads as follows:

“2. The amount of the Fixed Remuneration shall be determined by the Supervisory Board for each member of the Management Board individually within a range of 7 (seven) to 15 (fifteen) times the calculation basis referred to in Article 1(3)(11) of the Act.”

shall be replaced by the following:

“2. The amount of the monthly Fixed Remuneration shall be determined by the Supervisory Board for each member of the Management Board within a range of 7 (seven) to 15 (fifteen) times the calculation basis, understood as the arithmetic mean of the average monthly salaries in the enterprise sector excluding profit-sharing bonuses, as announced by the President of the Central Statistical Office, from 12 quarters out of the last 3 full, consecutive years preceding the year for which the calculation basis is determined.”

- 2) § 3(2a)(a), which reads as follows:

“a) establishing and applying rules for the remuneration of members of the management and supervisory bodies of the Bank's subsidiaries, as defined in Article 4(3) of the Act of February 16, 2007, on Competition and Consumer Protection, in accordance with the principles set forth in the Act,”

is replaced by the following:

“a) establishing and applying rules for the remuneration of members of the management and supervisory bodies of the Bank’s subsidiaries within the meaning of Article 4(3) of the Act of February 16, 2007, on Competition and Consumer Protection, in accordance with the principles set forth in the Act, taking into account other legal acts amending or modifying the basis for calculation, including provisions of laws on special measures for the implementation of the budget act for a given year,”.

§ 2.

The Supervisory Board is hereby obliged to determine the specific amounts of the fixed remuneration for members of the Management Board and to amend the management service agreements concluded with members of the Management Board in accordance with Resolution No. 2/2017 of the Extraordinary General Meeting of Powszechna Kasa Oszczędności Bank Polski S.A. dated March 13, 2017, on the rules for determining the remuneration of Management Board members, as amended by Resolution No. 4/2019 of the Extraordinary General Meeting of Powszechna Kasa Oszczędności Bank Polski S.A. dated September 17, 2019, as amended by this resolution, within 3 months of the effective date of this resolution.

§ 3.

This resolution shall take effect on the date of its adoption.

Justification

The General Meeting has the authority to establish the rules governing the remuneration of Management Board members, which serves to ensure that shareholders can exercise their right to determine the remuneration of the Company’s governing bodies.

The draft resolution applies the provision of Article 4(3) of the Act, which states that a draft resolution on the rules for determining the remuneration of members of the management body may provide for a different amount of the fixed portion of a governing body member’s remuneration than that specified in accordance with Article 4(2) of the Act, if exceptional circumstances concerning the company or the market in which it operates so warrant. Bearing in mind that Powszechna Kasa Oszczędności Bank Polski S.A. is the largest bank in Poland and one of the largest financial institutions in the Central and Eastern European region, and the Company’s critical importance to the national financial system and the entire economy is reflected in the Polish Financial Supervision Authority’s designation of Powszechna Kasa Oszczędności Bank Polski S.A. as a systemically important institution, the Company meets the conditions referred to in Article 4(3) of the Act. Furthermore, the proposed mechanism for determining the fixed portion of remuneration was preceded by a comparison of the remuneration of members of the Management Board of PKO BP S.A. with the remuneration of members of the management bodies of public companies of a similar scale and scope of operations.

A draft resolution submitted by a shareholder, which is not subject to review by the Supervisory Board pursuant to § 3(1) of the Supervisory Board's Rules of Procedure.