

Resolution not adopted by the AGM of PKO Bank Polski S.A.

RESOLUTION No. 44/2026
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.

Additional information concerning the resolution:

number of shares for which valid votes were cast	936 825 184
% of share capital represented by the shares for which valid votes were cast	74.95%
total number of valid votes	936 825 184
including votes:	
for	413 575 858
against	423 309 515
abstaining	99 939 811