

**RESOLUTION No. /2015
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 25 June 2015**

on granting a vote of acceptance to the performance of duties by a member of the management board of taken over company Nordea Bank Polska S.A. for 2014

Pursuant to Article 393 point 1, Article 395 § 2 point 3, Article 492 § 1 point 1 and Article 494 § 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Sławomir Żygowski, President of the Management Board of Nordea Bank Polska S.A. till 31 October 2014, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2014.

§ 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 Management Board of taken over company Nordea Bank Polska S.A. for 2014

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 2014 till the date of the merger of Nordea Bank Polska S.A. and PKO Bank Polski S.A. i.e. 31 October 2014, when Mr Sławomir Żygowski was a President of the Management Board of Nordea Bank Polska S.A.

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

The resolution has received the approval of the Supervisory Board.

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of the Annual General Meeting
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Bank Polski Spółka Akcyjna
of 25 June 2015**

on granting a vote of acceptance to the performance of duties by a member of the management board of taken over company Nordea Bank Polska S.A. for 2014

Pursuant to Article 393 point 1, Article 395 § 2 point 3, Article 492 § 1 point 1 and Article 494 § 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Jacek Kalisz, Vice-President of the Management Board of Nordea Bank Polska S.A. till 31 October 2014, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2014.

§ 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 Management Board of taken over company Nordea Bank Polska S.A. for 2014

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 2014 till the date of the merger of Nordea Bank Polska S.A. and PKO Bank Polski S.A. i.e. 31 October 2014, when Mr Jacek Kalisz was a Vice-President of the Management Board of Nordea Bank Polska S.A.

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

The resolution has received the approval of the Supervisory Board.

**RESOLUTION No. /2015
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
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on granting a vote of acceptance to the performance of duties by a member of the management board of taken over company Nordea Bank Polska S.A. for 2014

Pursuant to Article 393 point 1, Article 395 § 2 point 3, Article 492 § 1 point 1 and Article 494 § 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Mr Bohdan Tillack, Vice-President of the Management Board of Nordea Bank Polska S.A. till 31 October 2014, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2014.

§ 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 Management Board of taken over company Nordea Bank Polska S.A. for 2014

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 2014 till the date of the merger of Nordea Bank Polska S.A. and PKO Bank Polski S.A. i.e. 31 October 2014, when Mr Bohdan Tillack was a Vice-President of the Management Board of Nordea Bank Polska S.A.

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

The resolution has received the approval of the Supervisory Board.

**RESOLUTION No. /2015
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 25 June 2015**

on granting a vote of acceptance to the performance of duties by a member of the management board of taken over company Nordea Bank Polska S.A. for 2014

Pursuant to Article 393 point 1, Article 395 § 2 point 3, Article 492 § 1 point 1 and Article 494 § 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Ms Agnieszka Domaradzka, First Vice-President of the Management Board of Nordea Bank Polska S.A. till 31 October 2014, is hereby granted a vote of acceptance to confirm the discharge of her duties in 2014.

§ 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 Management Board of taken over company Nordea Bank Polska S.A. for 2014

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 2014 till the date of the merger of Nordea Bank Polska S.A. and PKO Bank Polski S.A. i.e. 31 October 2014, when Ms Agnieszka Domaradzka was a First Vice-President of the Management Board of Nordea Bank Polska S.A.

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

The resolution has received the approval of the Supervisory Board.