

**RESOLUTION No. /2022  
of the Annual General Meeting  
of Powszechna Kasa Oszczędności  
Bank Polski Spółka Akcyjna  
of 12 May 2022**

**on the adoption of the “Rules of Procedure of the General Meeting of Powszechna Kasa Oszczędności  
Bank Polski Spółka Akcyjna”**

Acting pursuant to § 10(2) of the Bank’s Articles of Association, the Annual General Meeting resolves as follows:

§ 1.

The “Rules of Procedure of the General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna” shall be adopted as set out in the appendix to this resolution.

§ 2.

1. This resolution shall come into force as of the date of its adoption.
2. The Rules of Procedure of the General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna referred to in § 1 shall enter into force on the next day after the closing of the proceedings of the Annual General Meeting convened for 12 May 2022.
3. As of the effective date of the Rules of Procedure referred to in § 1, the “Rules of Procedure of the General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna” in the wording issued under Resolution No. 33/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna dated 26 August 2020 shall cease to be effective.

**Rationale**

**to the draft resolution on the adoption of the “Rules of Procedure of the General Meeting of  
Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna”**

In relation to the currently binding Rules of Procedure of the General Meeting, the draft Rules of Procedure presented, apart from amendments of an editorial, updating and organizational nature, take into account the changes resulting from the amendment of the Code of Commercial Companies by the Act of 18 November 2020 on electronic delivery and the “Best Practice for WSE-Listed Companies 2021” adopted for application by the General Meeting of the Bank, by Resolution No. 32/2021 of the Annual General Meeting of 7 June 2021.

Attached hereto are the “Rules of Procedure of the General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna” in the new wording, highlighting all changes in relation to the currently binding version of this document.

Pursuant to the provisions of § 10 (2) 2 of the Bank's Articles of Association, the adoption of the Rules of Procedure of the General Meeting requires a resolution of the General Meeting.

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