

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

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

Acting on the basis of § 5 (2) (2) of the Policy concerning the assessment of the suitability of candidates for members and the members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., constituting an appendix to Resolution No. 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020 on approving the Policy concerning the assessment of the suitability of candidates for members and the members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., amended by Resolution No. 34/2021 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 7 June 2021, in conjunction with Article 22aa of the Act of 29 August 1997 – the Banking Law, the Annual General Meeting adopts the following:

§ 1.

The individual suitability of a member of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna - Mr/Ms..... is hereby established on the basis of a periodic assessment of suitability.

§ 2.

This resolution shall come into force as of 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 Powszechna Kasa Oszczędności Bank Polski S.A.**

In accordance with the Policy concerning the assessment of the suitability of candidates for members and the members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A., adopted in 2020 and amended in 2021, the General Meeting shall perform a periodic assessment of the individual suitability of a member of the Supervisory Board once a year.

The assessment of individual suitability takes into account the qualifications possessed, understood as knowledge, experience and skills in terms of their adequacy for the functions performed and duties entrusted, as well as, respectively, in terms of the principles of supervision of the Bank's activities and potential conflicts of interest it may involve, and reputation understood as a sufficiently good reputation. In addition, it takes into account an assessment of integrity and ethical behaviour, the ability to form an independent judgement, the fulfilment of independence criteria and the ability to commit sufficient time to carry out the duties entrusted, taking into account restrictions on undertaking other activities.

In view of the above, the General Meeting, taking into account the above obligation, should assess the individual suitability of a Supervisory Board member.

Therefore, a draft of this resolution is presented for consideration by the Annual General Meeting.

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