

**Resolution No. /2021
of the Extraordinary General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 2021**

**on the assessment of the collective suitability of the Supervisory Board of
Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna**

Acting on the basis of § 6 (3) 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., introduced by Resolution No. 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020, in conjunction with Article 22aa of the Banking Law 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 (ESMA71-99-598 EBA/GL/2017/12, 21/03/2018), the Extraordinary General Meeting shall resolve as follows:

§ 1.

In connection with the change in the composition of the Supervisory Board by the Extraordinary General Meeting, the collective suitability of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A. shall be attested.

§ 2.

The resolution shall enter into force upon being adopted.

**Rationale
to the draft resolution on the assessment of the collective suitability of the Supervisory Board of
Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna**

According to Article § 6 (3) and § 5 (4) (1) 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., introduced by Resolution No. 34/2020 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 26 August 2020, the general meeting of a bank shall assess the collective suitability in the event of appointing new members to the Supervisory Board.

Given the above, the State Treasury hereby presents a draft of this resolution for consideration by the Extraordinary General Meeting.

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

The draft presented by the shareholder (the State Treasury - the Minister of State Assets) in connection with the request of April 26, 2021 to convene an Extraordinary General Meeting of the Bank, providing for an item on the agenda regarding the assessment of the collective suitability of the Supervisory Board.