

**Statement of a Candidate for the Board of Supervisors of a Portfolio Company, proposed by  
MetLife PTE in the name of MetLife OFE, concerning fulfillment of the criteria for an independent  
member of the Board of Supervisors**

I hereby declare that I meet all of the acceptance criteria for an independent member of the Board of Supervisors of PKO BP S.A. ("the Company").

1. I have not performed the function of a member of the Management Board of the Company and any entities related to it during the period of the last 5 years prior to appointment for the Board of Supervisors of the Company.
2. I am not an employee of the Company or any entities related to it and I have not been such employee for the period of 3 years prior to being appointed as a member of the Board of Supervisors of the Company.
3. I do not receive, and in the period of the last 5 years, I have not received any additional remuneration, in a substantial amount, in particular, in form of a long-term incentive plan, from the Company or any entities related to it (not applicable to remuneration received for performance of the function of a member of the Board of Supervisors of the Company).
4. I do not have a number of votes in the General Meeting of the Company, exceeding 5% of all votes associated with all stocks of the Company.
5. I am neither an employee nor a proxy of any stockholder having at their disposal the number of votes in the General Meeting of the Company, exceeding 5% of all votes associated with all stocks of the Company.
6. I do not maintain and I have not maintained in the previous year any significant business relations with the Company or any entities related to it (applicable also to partners, stockholders, members of the management board of the company and any persons performing managerial functions in the entity having such relations).
7. I am not, and for the last 3 years, I have not been a partner or employee of the present or any former external auditor of the Company or any entities related to it.
8. I am not a member of the management board of any other company, in which one or more members of the management board perform the function of a member of the Management Board or the Board of Supervisors of the Company, and I am not connected to members of the Management Board of the Company in any other manner, which could result in doubts with regard to my impartiality as an independent member of the Board of Supervisors of the Company. In particular, I am not a close relative of any member of the Management Board of the Company, a significant stockholder or any person related otherwise to the Company, as defined by other provisions of the Code of Best Practice of Institutional Investors to the extent, in which the above excludes being considered as an independent member of the Board of Supervisors of the Company.
9. I am not an employee of MetLife Powszechne Towarzystwo Emerytalne S.A. with a registered office in Warsaw at ul. Przemysłowa 26, and I am not linked to it by any other relationship of a similar nature. I am not an employee of entities related to the above-mentioned company and I am not a member of its Board of Supervisors.
10. I have not performed the function of a member of the Board of Supervisors of the Company for a period longer than 12 years.

I hereby give my consent for my personal information and this statement to be delivered to the Company and to other stockholders of the Company upon their express request, for the purpose of getting familiar with my candidature for the position of an independent member of the Board of Supervisors of the Company.

Andrzej Kisielewicz  
First name and surname

June 19<sup>th</sup>, 2017  
Date