

**RESOLUTION No. 1/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

on the election of the Chairman of the Annual General Meeting

Pursuant to Article 409 § 1 of the Commercial Companies Code the Annual General Meeting elects as its Chairman Mr Leszek Koziorowski.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 163 755
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 163 755
including votes:	for	864 163 753
	against	1
	obstaining	1

**RESOLUTION No. 2/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

on approving the Financial statements of PKO Bank Polski SA for the year ended 31 December 2019

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

§ 1.

The Annual General Meeting approves the Financial statements of PKO Bank Polski SA for the year ended 31 December 2019, composed of:

- 1) the profit and loss account for the period from 1 January 2019 to 31 December 2019, reporting a net profit in the amount of PLN 3 835 million;
- 2) statement of comprehensive income;
- 3) statement of financial position as of 31 December 2019, reporting assets and total liabilities and equity amounting to PLN 317 125 million;
- 4) statement of changes in equity;
- 5) statement of cash flow, showing a decrease in net cash in the period between 1 January 2019 and 31 December 2019 by PLN (12 031) million.
- 6) notes to the financial statements.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 755
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 755
including votes:	
for	861 104 201
against	1
obstaining	3 059 553

**RESOLUTION No. 3/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on approving the PKO Bank Polski SA Group Directors' Report for the year 2019, prepared jointly with
the Directors' Report of PKO Bank Polski SA**

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

§ 1.

The Annual General Meeting hereby approves the PKO Bank Polski SA Group Directors' Report for the year 2019 prepared jointly with the Directors' Report of PKO Bank Polski SA.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 755
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 755
including votes:	
for	861 104 200
against	0
obstaining	3 059 555

**RESOLUTION No. 4/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on approving the Consolidated financial statements of the PKO Bank Polski SA Group for the year
ended 31 December 2019**

Pursuant to Article 395 § 5 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Annual General Meeting approves the Consolidated financial statements of the PKO Bank Polski SA Group for the year ended 31 December 2019, composed of:

- 1) consolidated profit and loss account for the period from 1 January 2019 to 31 December 2019, reporting a net profit in the amount of PLN 4 031 million;
- 2) consolidated total income statements;
- 3) consolidated statements of financial position as of 31 December 2019, reporting assets and total liabilities and equity amounting to PLN 348 044 million;
- 4) consolidated statements of changes in equity;
- 5) consolidated statements of cash flow, showing a decrease in net cash in the period between 1 January 2019 and 31 December 2019 by PLN (11 845) million;
- 6) notes to the consolidated financial statements.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 755
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 755
including votes:	
for	861 104 201
against	1
obstaining	3 059 553

**RESOLUTION No. 5/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on approving the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna
report for the year 2019**

Pursuant to Article 395 § 5 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna report for the year 2019 is hereby approved.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 755
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 755
including votes:	
for	861 104 200
against	0
obstaining	3 059 555

**RESOLUTION No. 7/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

on the distribution of profit of PKO Bank Polski S.A. achieved in 2019 and covering loss from previous years

Acting pursuant to art. 395 § 2 point 2, art. 396 § 4 and § 5 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The balance sheet loss from previous years in the amount of PLN 110 822 746 is covered by reserve capital. The loss arose as a result of changes in accounting policies in connection with the first-time application of International Financial Reporting Standard No. 16 ("Leasing").

§ 2.

From the profit achieved in 2019 in the amount of PLN 3 834 504 089, the amount of PLN 2 155 113 is allocated to reserve capital. The remaining part of profit in the amount of PLN 3 832 348 976 is left undistributed.

§ 3.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	864 160 102
against	3 660
obstaining	2

**RESOLUTION No. 8/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**regarding retaining the undistributed profit of PKO Bank Polski S.A. from previous years, as
undistributed profit**

Acting pursuant to art. 395 § 2 point 2, art. 396 § 4 and 5 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

Undistributed profit of PKO Bank Polski S.A. from previous years in the amount of PLN 1 667 651 024 remains undistributed.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	864 160 103
against	3 660
obstaining	1

**RESOLUTION No. 9/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Zbigniew Jagiełło, President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 162 125
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 162 125
including votes:	
for	860 885 643
against	216 920
obstaining	3 059 562

**RESOLUTION No. 10/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Rafał Antczak, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 160 125
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 160 125
including votes:	for	860 881 623
	against	218 938
	obstaining	3 059 564

**RESOLUTION No. 11/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Mieczysław Król, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 160 124
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 160 124
including votes:	
for	860 881 623
against	218 938
obstaining	3 059 563

**RESOLUTION No. 12/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Adam Marciniak, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 162 124
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 162 124
including votes:	
for	860 883 623
against	218 938
obstaining	3 059 563

**RESOLUTION No. 13/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Piotr Mazur, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 162 124
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 162 124
including votes:	
for	860 883 623
against	218 938
obstaining	3 059 563

**RESOLUTION No. 14/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Maks Kraczkowski, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 162 124
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 162 124
including votes:	for	860 883 623
	against	218 938
	obstaining	3 059 563

**RESOLUTION No. 15/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Rafał Kozłowski, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 162 124
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 162 124
including votes:	
for	860 883 623
against	218 938
obstaining	3 059 563

**RESOLUTION No. 16/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Jakub Papierski, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 157 124
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 157 124
including votes:	
for	860 876 623
against	218 938
obstaining	3 061 563

**RESOLUTION No. 17/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Management Board
for 2019**

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

§ 1.

Mr Jan Emeryk Rościszewski, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 162 124
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 162 124
including votes:	
for	860 883 623
against	218 938
obstaining	3 059 563

**RESOLUTION No. 18/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Piotr Sadownik, the Chairman of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 160 104
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 160 104
including votes:	
for	856 588 920
against	4 511 631
obstaining	3 059 553

**RESOLUTION No. 19/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Ms Grażyna Ciużyńska, the Vice - Chairman of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of her duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 160 103
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 160 103
including votes:	
for	856 588 920
against	4 511 631
obstaining	3 059 552

**RESOLUTION No. 20/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Zbigniew Hajłasz, Secretary of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 763
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 763
including votes:	
for	856 588 920
against	4 515 291
obstaining	3 059 552

**RESOLUTION No. 21/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Mariusz Andrzejewski, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 163 763
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 163 763
including votes:	for	856 588 920
	against	4 515 291
	obstaining	3 059 552

**RESOLUTION No. 22/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Mirosław Barszcz, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	856 588 920
against	4 515 291
obstaining	3 059 553

**RESOLUTION No. 23/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Adam Budnikowski, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	856 588 920
against	4 515 291
obstaining	3 059 553

**RESOLUTION No. 24/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Wojciech Jasiński, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 163 763
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 163 763
including votes:	for	856 588 920
	against	4 515 291
	obstaining	3 059 552

**RESOLUTION No. 25/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Andrzej Kisielewicz, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	856 588 921
against	4 515 291
obstaining	3 059 552

**RESOLUTION No. 26/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Ms Elżbieta Mączyńska-Ziemacka, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of her duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	856 588 921
against	4 515 281
obstaining	3 059 562

**RESOLUTION No. 27/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Krzysztof Michalski, member of the Supervisory Board from 17 September 2019, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 163 764
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 163 764
including votes:	for	856 588 921
	against	4 515 291
	obstaining	3 059 552

**RESOLUTION No. 28/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Dariusz Górski, member of the Supervisory Board from 6 May 2019, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	856 588 920
against	4 515 292
obstaining	3 059 552

**RESOLUTION No. 29/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on granting a vote of acceptance to the performance of duties by a member of the Supervisory Board
for 2019**

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

§ 1.

Mr Janusz Ostaszewski, member of the Supervisory Board until 6 May 2019, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2019.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 764
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	856 588 920
against	4 515 291
obstaining	3 059 553

**RESOLUTION No. 30/2020
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on the amendments to the Articles of Association of Powszechna Kasa Oszczędności Bank Polski
Spółka Akcyjna**

Acting on the basis of Article 430 § 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Articles of Association of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna shall be amended as follows:

1) in § 15, section 1, item 10 shall read as follows:

“10) approving the following strategies, policies, rules and regulations adopted by the Management Board:

- a) Bank’s Strategy;
- b) Risk management strategy;
- c) Bank management strategy;
- d) Dividend policy;
- e) Remuneration policy;
- f) Policy on estimating internal capital and capital management and reviewing the strategies and procedures for estimating internal capital and capital management;
- g) Bank’s Compliance policy;
- h) Rules of operation of the internal control system;
- i) Rules of managing special funds created from the net profit;
- j) Organizational Regulations of the Bank;
- k) Regulations of the Management Board,”

2) in § 17, section 4 shall read as follows:

“4. The Supervisory Board may adopt resolutions in writing (by circulation) or using means of direct remote communication, except for resolutions on the matters referred to in § 15, section 1, items 1-2, 4-6, 10 letters a-b and 16. A resolution shall be valid when all members of the Supervisory Board have been informed in advance about the content of the draft resolution and at least half the members of the Supervisory Board, including the Chairman or the Deputy Chairman of the Supervisory Board, have taken part in the vote on the resolution.”;

3) in § 17, section 5 shall read as follows:

“5. Resolutions adopted in accordance with the procedure set out in section 4 outside the meeting shall be presented at the next meeting of the Supervisory Board together with the result of the vote.”;

4) in § 27, section 3 shall read as follows:

“3. An internal audit unit and a compliance unit shall be independent and shall report directly to the President of the Management Board.”

5) in § 29, section 1 shall read as follows:

“1. The Bank’s supplementary capital shall be created through the annual appropriation of net profit carried out until the said capital reaches at least one-third of the share capital and shall be used to offset the accounting losses which may arise in connection with the Bank’s activities. The supplementary capital may also be used for other purposes, in particular for increasing the share capital.”;

§ 2.

The Supervisory Board shall be authorized to draw up the consolidated text of the Articles of Association of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna including the amendments referred to in § 1 of this Resolution.

§ 3.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 163 764
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 163 764
including votes:	for	674 053 025
	against	8 660
	obstaining	190 102 079

**RESOLUTION No. 31/2020
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on the amendment to the Articles of Association of Powszechna Kasa Oszczędności Bank Polski
Spółka Akcyjna**

Acting on the basis of Article 430 § 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Articles of Association of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna shall be amended as follows:

§ 30 shall read as follows:

- “1. Irrespective of the supplementary capital, a reserve capital shall be created for offsetting potential accounting losses or for the purchase of Treasury shares by the Bank in accordance with § 7, section 4.
2. The reserve capital shall be created through the appropriation of net profit in an amount specified in a resolution of the General Meeting. Decisions about the utilization of the reserve capital shall be made by the General Meeting.”;

§ 2.

The Supervisory Board shall be authorized to draw up the consolidated text of the Articles of Association of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna including the amendment referred to in § 1 of this Resolution.

§ 3.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 754
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 764
including votes:	
for	862 013 267
against	3 660
obstaining	2 146 827

**RESOLUTION No. 32/2020
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on the approval of the “Rules and Regulations of the Supervisory Board of
Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna”**

On the basis of § 9, clause 1, point 2 of the Bank’s Articles of Association, the Annual General Meeting adopts the following:

§ 1.

The “Rules and Regulations of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna”, adopted by Resolution No. 73/2020 of the Supervisory Board of 27 July 2020 on the Rules and Regulations of the Supervisory Board, shall be approved.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 754
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 754
including votes:	
for	864 160 092
against	3 660
obstaining	2

**RESOLUTION No. 33/2020
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 Augusta 2020**

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

On the basis of Article § 10, section 2 of the Bank's Articles of Association the Annual General Meeting adopts the following:

§ 1.

The “Rules and Regulations 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. In recognition of sections 2 and 3, the Resolution shall come into force upon being adopted.
2. The Rules and Regulations of the General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna referred to in § 1 shall come into force on the date following the closing date of the General Meeting convened for 26 August 2020, in recognition of the fact that up until 28 February 2021 the provisions of § 2, clauses 2-4 shall remain in force as follows:

“§ 2.

1. *In accordance with Article 4061 of the Commercial Companies Code, the persons who are the Bank's shareholders sixteen days prior to the date of the General Meeting (i.e. the date of registration of participation in the General Meeting) shall have the right to participate in the General Meeting.*
 2. *The persons who are authorized by virtue of registered shares and temporary certificates as well as lienors and users who are entitled to vote shall have the right to participate in the General Meeting if they are entered in the shareholders register on the date of registration of participation in the General Meeting.*
 3. *In order to participate in the General Meeting, the persons who are entitled to do so as holders of dematerialized bearer shares shall have the right to request that the entity which maintains their securities account to issue a personal certificate of their right to participate in the General Meeting. The request should be presented no earlier than after the General Meeting has been convened and no later than on the first working day after the date of registration of participation in the General Meeting.*
 4. *The list of persons entitled to participate in the General Meeting shall be drawn up by the Bank's employees on the basis of a list prepared by the entity which maintains the security depository and the state of affairs disclosed in the Bank's share register on the date of registration of participation in the General Meeting.”*
3. As from the date of entry into force of the Rules and Regulations referred to in § 1 the Rules and Regulations of the General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna as set out in Resolution No. 28/2016 of the Annual General Meeting of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna of 30 June 2016 shall lose effect.

Additional information concerning the resolution:

number of shares on which valid votes were cast		839 671 457
% of share capital represented by the shares on which valid votes were cast		67.17%
total number of valid votes		839 671 457
including votes:	for	839 671 456
	against	0
	obstaining	1

**RESOLUTION No. 34/2020
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

on the approval of the Policy concerning the assessment of the suitability of candidates for membership of and the members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A.

Acting on the basis of § 9, section 1, item 18 of the Bank's Articles of Association in conjunction with Article 22aa of the Act of 29 August 1997 – the Banking Law, the Annual General Meeting adopts the following:

§ 1.

The Policy concerning the assessment of the suitability of candidates for membership of and the members of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski S.A. as set out in the appendix to this Resolution shall be approved.

§ 2.

The Resolution shall come into force upon being adopted.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 161 752
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 161 752
including votes:	
for	575 908 278
against	8 660
obstaining	288 244 814

RESOLUTION No. 35/2020
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020

on the adoption of the Remuneration Policy for the members of the Supervisory Board
and the Management Board

Acting pursuant to Article 90d, clause 1 of the Act of 29 July 2005 on public offerings and conditions governing the introduction of financial instruments to organized trading and on public companies, the General Meeting adopts the following:

§ 1.

1. The Remuneration Policy for the members of the Supervisory Board and the Management Board of Powszechna Kasa Oszczędności Bank Polski S.A. shall be adopted, as set out in Appendix No. 1 to this resolution.
2. The Remuneration Policy for the members of the Supervisory Board and the Management Board, referred to in § 1, clause 1, shall come into force as from the beginning of 31 August 2020 and shall apply to all unpaid fixed and variable remuneration of the members of the Supervisory Board and the Management Board.

§ 2.

The Supervisory Board shall be authorized to established further rules of employment and remuneration of the members of the Bank's Management Board, which specify in detail the provisions of the Remuneration Policy for the members of the Supervisory Board and the Management Board, referred to in § 1, clause 1 – in line with the assumptions of that policy arising from the appendix to this resolution and the generally applicable laws.

§ 3.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 161 752
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 161 752
including votes:	
for	575 911 938
against	0
obstaining	288 249 814

**RESOLUTION No. 36/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Mariusz Andrzejewski is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 753
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 753
including votes:	
for	674 201 547
against	151 410 490
obstaining	38 551 716

**RESOLUTION No. 37/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Grzegorz Chłopek is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 161 753
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 161 753
including votes:	
for	645 197 528
against	151 412 510
obstaining	67 551 715

**RESOLUTION No. 38/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Ms Grażyna Ciużyńska is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 753
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 753
including votes:	
for	674 199 527
against	151 412 510
obstaining	38 551 716

**RESOLUTION No. 39/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Zbigniew Hajłasz is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 163 753
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 163 753
including votes:	for	674 199 527
	against	151 412 510
	obstaining	38 551 716

**RESOLUTION No. 40/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Marcin Izdebski is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 753
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 753
including votes:	
for	553 284 527
against	151 412 510
obstaining	159 466 716

**RESOLUTION No. 41/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Wojciech Jasiński is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 752
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 752
including votes:	
for	674 199 527
against	151 412 510
obstaining	38 551 715

**RESOLUTION No. 42/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Andrzej Kisielewicz is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 753
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 753
including votes:	
for	674 201 547
against	151 410 490
obstaining	38 551 716

**RESOLUTION No. 43/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Rafał Kos is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 752
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 752
including votes:	
for	645 194 527
against	151 412 510
obstaining	67 556 715

**RESOLUTION No. 44/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Krzysztof Michalski is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 163 753
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 163 753
including votes:	for	674 199 527
	against	151 412 510
	obstaining	38 551 716

**RESOLUTION No. 45/2020
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka
Akcyjna**

Pursuant to Art. 22 item 2 of the Banking Law, the Annual General Meeting, having assessed the candidate's compliance with requirements referred to in Art. 22aa of the Banking Law, adopts the following:

§ 1.

Mr Piotr Sadownik is appointed to the Supervisory Board for another joint term of the Supervisory Board.

§ 2.

The resolution enters into force on the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast	864 163 753
% of share capital represented by the shares on which valid votes were cast	69.13%
total number of valid votes	864 163 753
including votes:	
for	674 199 527
against	151 412 511
obstaining	38 551 715

**RESOLUTION No. 46/2020
of the Annual General Meeting of
Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 August 2020**

**on the assessment of the collective suitability of the Supervisory Board of Powszechna Kasa
Oszczędności Bank Polski S.A.**

Acting on the basis of § 9, section 1, item 18 of the Bank's Articles of Association in conjunction with Article 22aa of the Act of 29 August 1997 - the Banking Law and taking into account the Guidelines of the European Banking Authority and the European Securities and Markets Authority on the assessment of the suitability of members of management bodies and key function holders (ESMA71-99-598 EBA/GL/2017/12, 21/03/2018), the Annual General Meeting adopts the following:

§ 1.

The collective suitability of the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna, appointed by the Annual General Meeting convened for 26 August 2020, shall be acknowledged.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the resolution:

number of shares on which valid votes were cast		864 161 732
% of share capital represented by the shares on which valid votes were cast		69.13%
total number of valid votes		864 161 732
including votes:	for	667 966 790
	against	151 410 490
	obstaining	44 784 452