



Supervisory Board resolutions regarding matters submitted to the Agenda of the Extraordinary General Meeting on 17 January 2023

1)

Resolution No. 73/2022 of the Supervisory Board of BNP Paribas Bank Polska S.A. dated 20 December 2022 on an opinion on the draft Agenda proposed for the Extraordinary General Meeting of BNP Paribas Bank Polska S.A. planned to be held on 17 January 2023

Pursuant to § 20 para. 2 of the Articles of Association of BNP Paribas Bank Polska S.A., the following is being resolved:

§ 1

The Supervisory Board of BNP Paribas Bank Polska S.A. gives a positive opinion on the draft Agenda accepted by the Bank's Management Board, proposed for the Extraordinary General Meeting of BNP Paribas Bank Polska S.A. planned to be held on 17 January 2023, and recommends to the General Meeting of the Bank acceptance of this Agenda.

§ 2

This resolution comes into force on the day of adoption.

2)

Resolution No. 62/2022 of the Supervisory Board of BNP Paribas Bank Polska S.A. dated 8 December 2022 on additional assessment of collective adequacy of the Supervisory Board Members

Pursuant to § 20 para. 2 of the Articles of Association of BNP Paribas Bank Polska S.A., and in connection with point 5.1 section 5 letter a) of the Policy on the assessment of suitability of members of the Supervisory Board at BNP Paribas Bank Polska S.A., it is hereby adopted as follows:

§ 1

1. The Supervisory Board of BNP Paribas Bank Polska S.A. accepts the result of the additional collective adequacy assessment of the Supervisory Board conducted by the Nomination Committee on 5 December 2022 in relation to resignation from the function of one of its members.
2. Summary results of additional collective adequacy assessment conducted by the Nomination Committee as referred to in section 1 above, constitutes Appendix no 1 to this Resolution.

§ 2

1. The Supervisory Board gives a positive opinion on the draft Resolution of the General Shareholders Meeting of BNP Paribas Bank Polska S.A. on approving the additional collective adequacy assessment of the members of the Supervisory Board.
2. Draft Resolution of the General Meeting of BNP Paribas Bank Polska S.A. as referred to in section 1 above, constitutes Appendix no 2 to this Resolution.

§ 3

The resolution shall come into force on the date of its passing.

3)

Resolution No. 63/2022 of the Supervisory Board of BNP Paribas Bank Polska S.A. dated 8 December 2022 on the Policy on the assessment of suitability of members of the Supervisory Board of BNP Paribas Bank Polska S.A.

Pursuant to § 20 sec. 2 of the Articles of Association of BNP Paribas Bank Polska S.A. it is hereby adopted:

§ 1

The Supervisory Board of BNP Paribas Bank Polska S.A. (hereinafter: the „Supervisory Board”) hereby gives a positive opinion on the amendments to the “Policy on the assessment of suitability of members of the Supervisory Board of BNP Paribas Bank Polska S.A.”, constituting an attachment to this resolution.



§ 2

The Supervisory Board hereby recommends the General Shareholders Meeting of BNP Paribas Bank Polska S.A. (hereinafter: „General Meeting”) approving the “Policy on the assessment of suitability of members of the Supervisory Board of BNP Paribas Bank Polska S.A.”, as referred to in § 1, as well as accordingly adopting a resolution derogating the resolution no. 5 of the Extraordinary General Shareholders Meeting dated 4 January 2022 on approving the “Policy on the assessment of suitability of members of the Supervisory Board of BNP Paribas Bank Polska S.A.”.

§ 3

The Supervisory Board hereby requests that the extraordinary General Meeting should be convened by the Management Board of the Bank in order to submit the “Policy on the assessment of suitability of members of the Supervisory Board of BNP Paribas Bank Polska S.A.”, as referred to in § 1, for the General Meeting’s approval.

§ 4

The resolution shall come into force on the date of its passing.

4)

Resolution No. 74/2022 of the Supervisory Board of BNP Paribas Bank Polska S.A. dated 20 December 2022 on issuing the opinion regarding the draft resolutions of the Extraordinary General Meeting of the Bank on the amendments to the Articles of Association of BNP Paribas Bank Polska S.A and adoption of the consolidated text of the Articles of Association of BNP Paribas Bank Polska S.A

Pursuant to § 20 section 2 of the Articles of Association of BNP Paribas Bank Polska S.A., the Supervisory Board of BNP Paribas Bank Polska S.A., resolves the following:

§ 1

Having familiarised itself with the draft resolutions of the Extraordinary General Meeting of the Bank regarding the amendments to the Articles of Association and adoption of the consolidated text of the Articles of Association of the Bank, the Supervisory Board hereby issues a positive opinion with respect to:

- 1) draft amendments to the Articles of Association,*
- 2) draft consolidated text of the Articles of Association.*

§ 2

The Resolution shall come into force on the day of its adoption.

5)

Resolution No. 58/2022 of the Supervisory Board of BNP Paribas Bank Polska Spółka Akcyjna dated 23 November 2022 regarding the By-Laws of the Supervisory Board of BNP Paribas Bank Polska Spółka Akcyjna.

Pursuant to the provisions of § 18 section 1 of the Articles of Association of BNP Paribas Bank Polska Spółka Akcyjna, it is resolved as follows:

§ 1

The Supervisory Board adopts the By-Laws of the Supervisory Board of BNP Paribas Bank Polska Spółka Akcyjna, as presented in the enclosure hereto.

§ 2

The Resolution No. 85/2021 of the Supervisory Board of BNP Paribas Bank Polska Spółka Akcyjna dated 12 May 2021 regarding the By-Laws of the Supervisory Board of BNP Paribas Bank Polska Spółka Akcyjna is hereby abrogated.

§ 3

The Resolution shall come into force on the day it was taken.