



Supervisory Board resolutions regarding matters submitted to the Agenda of the Ordinary General meeting on 27 June 2019

Resolution No. 51/2019 of the Supervisory Board of BNP Paribas Bank Polska S.A. dated 15 May 2019 on passing an opinion on the draft Agenda proposed for the Ordinary General Meeting of BNP Paribas Bank Polska S.A. planned to be held on 27 June 2019

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 Ordinary General Meeting of BNP Paribas Bank Polska S.A. planned to be held on 27 June 2019, and recommends to the Ordinary General Meeting of BNP Paribas Bank Polska S.A. acceptance of this Agenda.

§ 2

This resolution comes into force on the day it has been passed.

Vote was performed in an open manner. Number of those present: 7
Number of votes "for": 7 Number of votes "against": 0 "abstained": 0

Resolution No. 28/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the approval of the Supervisory Board's Report on the results of the assessment of the Financial Statements of Bank BGŻ BNP Paribas S.A. including the Brokerage House Office, Management Board Report on Bank BGŻ BNP Paribas S.A. activities, including the Brokerage Office, the Consolidated Financial Statements of Bank BGŻ BNP Paribas S.A. Capital Group, and of the Management Board Report on the activity of Bank BGŻ BNP Paribas S.A. Capital Group for the fiscal year from 1st January 2018 to 31st December 2018, of the Report on non-financial information of Bank BGŻ BNP Paribas S.A. and Bank BGŻ BNP Paribas S.A. Capital Group for the year 2018, and on the motion of the Management Board on the distribution of profit for the fiscal year 2018, together with the assessment of adequacy and effectiveness of the internal control system in Bank BGŻ BNP Paribas S.A.

Following § 20 paragraph 1 item 2) letters a), b), e) and f) of the Articles of Association of Bank BGŻ BNP Paribas S.A. the following is being resolved:

§ 1

The Supervisory Board of Bank BGŻ BNP Paribas S.A. approves the Supervisory Board's Report on the results of the assessment of the Financial Statements of Bank BGŻ BNP Paribas S.A. including the Brokerage House Office, Management Board Report on Bank BGŻ BNP Paribas S.A. activities, including the Brokerage Office, the Consolidated Financial Statements of Bank BGŻ BNP Paribas S.A. Capital Group, and of the Management Board Report on the activity of Bank BGŻ BNP Paribas S.A. Capital Group for the fiscal year from 1st January 2018 to 31st December 2018, of the Report on non-financial information of Bank BGŻ BNP Paribas S.A. and Bank BGŻ BNP Paribas S.A. Capital Group for the year 2018, and on the motion of the Management Board on the distribution of profit for the fiscal year 2018, together with the assessment of adequacy and effectiveness of the internal control system in Bank BGŻ BNP Paribas S.A., constituting enclosure to this resolution.

§ 2



BNP PARIBAS

The resolution comes into force on the day of its passing.

*Vote was performed in an open manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 16/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the evaluation of the Management Board's Report on the Activities of Bank BGŻ BNP Paribas S.A. Capital Group in 2018 (including report on the activities of Bank BGŻ BNP Paribas S.A.)

Pursuant to § 20 paragraph 1 subpar. 2) letter b) of the Articles of Association of Bank BGŻ BNP Paribas Spółka Akcyjna the following is being resolved:

§ 1

After the necessary appraisal as to the compliance with the books, documents and facts, the Supervisory Board issues a positive opinion on the Management Board's Report on the Activities of Bank BGŻ BNP Paribas S.A. Capital Group in 2018 (including report on the activities of Bank BGŻ BNP Paribas S.A.), which is enclosed hereto.

§ 2

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

*Vote was performed in an open manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 17/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 regarding the appraisal of the Separate Financial Statements of Bank BGŻ BNP Paribas Spółka Akcyjna, for the year ended 31 December 2018.

Pursuant to § 20 para. 1 item 2) letter b) of the Articles of Association of Bank BGŻ BNP Paribas Spółka Akcyjna and to art. 382 § 3 in conjunction with art. 395 § 2 item 1 of the Commercial Companies Code, the following is resolved:

§ 1

1. The Supervisory Board issues a positive assessment of the Separate Financial Statements of Bank BGŻ BNP Paribas Spółka Akcyjna for the year ended 31 December 2018, including of the Brokerage House, as to their conformity with the books and facts, including:

- statement of profit and loss for the period from January 1, 2018 to December 31, 2018 showing net profit of PLN 364 738 878,03 (three hundred sixty four million seven hundred thirty eight thousand eight hundred seventy eight zloty and three grosz),*
 - statement of other comprehensive income for the period from January 1, 2018 to December 31, 2018 with a total positive comprehensive income of PLN 363 961 633,51 (three hundred sixty three million nine hundred sixty one thousand six hundred thirty three zloty and fifty one grosz),*
 - statement of financial position prepared as at December 31, 2018 showing total assets PLN 106 811 658 764,97 (one hundred and six billion eight hundred eleven million six hundred fifty eight thousand seven hundred and sixty four zloty and ninety seven grosz),*
 - statement of changes in equity for the period from January 1, 2018 to December 31, 2018 disclosing an increase in equity by PLN 4 010 303 207,74 (four billion ten million three hundred three thousand two hundred seven zloty and seventy four grosz),*
 - statement of cash flows for the period from January 1, 2018 to December 31, 2018 showing a cash outflow of PLN 67 926 531,70 (sixty seven million nine hundred twenty six thousand five hundred and thirty one zloty and seventy grosz),*
- and*
- Auditor's notes to financial statements.*



2. *Separate Financial Statements of Bank BGŻ BNP Paribas Spółka Akcyjna for the year ended December 31, 2018 are attached hereto.*

§ 2

The resolution becomes effective on the date it has been passed.

Vote was performed in an open manner.

Number of those present: 9

Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 18/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the appraisal of the Consolidated Financial Statements of Bank BGŻ BNP Paribas Spółka Akcyjna Capital Group for the year ended 31 December 2018.

Pursuant to § 20 paragraph 1 item 2) letter b) of the Articles of Association of Bank BGŻ BNP Paribas Spółka Akcyjna, and to art. 382 § 3 in conjunction with art. 395 § 2 item 1 and art. 395 § 5 of the Commercial Companies Code, the following is resolved:

§ 1.

1. *The Supervisory Board issues a positive assessment of the Consolidated Financial Statements of Bank BGŻ BNP Paribas Spółka Akcyjna Capital Group for the year ended 31 December 2018, as to their conformity with the books and facts, including:*

- *consolidated statement of profit and loss for the period from January 1, 2018 to December 31, 2018 showing net profit of PLN 360 378 329,98 (three hundred sixty million three hundred seventy eight thousand three hundred twenty nine zloty and ninety eight grosz),*

- *consolidated statement of other comprehensive income for the period from January 1, 2018 to December 31, 2018 with a total positive comprehensive income of PLN 359 569 604,81 (three hundred fifty nine million five hundred sixty nine thousand six hundred four zloty and eighty one grosz),*

- *consolidated statement of financial position drawn up as at December 31, 2018 with balance sheet total of PLN 109 022 519 938,66 (one hundred nine billion twenty two million five hundred nineteen thousand nine hundred thirty eight zloty and sixty six grosz),*

- *consolidated statement of changes in equity for the period from January 1, 2018 to December 31, 2018 showing an increase in equity by PLN 4 000 350 103,34 (four billion three hundred and fifty thousand one hundred and three zlotys and thirty four grosz),*

- *consolidated statement of cash flows for the period from January 1, 2018 to December 31, 2018 showing a cash outflow of PLN 17 751 536,72 (seventeen million seven hundred and fifty one thousand five hundred thirty six zloty and seventy two grosz)*

and

- *Auditor's notes to the consolidated financial statements.*

2. *Consolidated Financial Statements of Bank BGŻ BNP Paribas Spółka Akcyjna Capital Group for the year ended on December 31, 2018 are attached hereto.*

§ 2.

The resolution becomes effective on the date it has been passed.

Vote was performed in an open manner.

Number of those present: 9

Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 27/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the Supervisory Board's position concerning allocation of Bank's BGŻ BNP Paribas S.A. net profit for year 2018

Following § 20 paragraph 1 item 2) letters a) of the Articles of Association of Bank BGŻ BNP Paribas S.A. in conjunction with article 382 § 3 of the Commercial Companies Code the following is being resolved:



BNP PARIBAS

§ 1

The Supervisory Board of Bank BGŻ BNP Paribas S.A. positively assess the Management's Board motion to the Ordinary General Meeting to allocate of the whole 2018 net profit amounting to 364 738 878,03 PLN (three hundred sixty four million seven hundred thirty eight thousand eight hundred seventy eight zlotych 03/100) to reserve capital.

§ 2

The resolution comes into force on the day of its passing.

*Vote was performed in an open manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 19/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 regarding the appraisal of The CSR report presenting non-financial information of Bank BGŻ BNP Paribas S.A. and Bank BGŻ BNP Paribas S.A. Capital Group for the year 2018

Pursuant to § 20 paragraph 1 of the Articles of Association of Bank BGŻ BNP Paribas Spółka Akcyjna the following is being resolved:

§ 1

1. After performing necessary appraisal as to compliance with the books and documents, as well as facts, the Supervisory Board issues a positive opinion on The CSR report presenting non-financial information of Bank BGŻ BNP Paribas S.A. and Bank BGŻ BNP Paribas S.A. Capital Group for the year 2018.

2. The CSR report presenting non-financial information of Bank BGŻ BNP Paribas S.A. and Bank BGŻ BNP Paribas S.A. Capital Group for the year 2018 is attached hereto.

§ 2

The resolution becomes effective on the date it has been passed.

*Vote was performed in an open manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 29/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the approval of the Report on activities of the Supervisory Board of Bank BGŻ BNP Paribas S.A. and its committees in 2018 together with the assessments indicated in rule II.Z.10 of the Best Practices of WSE Listed Companies 2016 and assessment of the Bank's compliance with the Principles of Corporate Governance for the Supervised Institutions of 22 July 2014 issued by the Polish Financial Supervision Authority

Pursuant to § 20 paragraph 1 item 2) of the Articles of Association of Bank BGŻ BNP Paribas S.A. and § 15 paragraph 1 item 2) letter g) of the By-laws of the Supervisory Board the following is being resolved:

§ 1

The Supervisory Board of Bank BGŻ BNP Paribas S.A. approves "Report on activities of the Supervisory Board of Bank BGŻ BNP Paribas S.A. and its committees in 2018 together with the assessments indicated in rule II.Z.10 of the Best Practices of WSE Listed Companies 2016 and assessment of the Bank's compliance with the Principles of Corporate Governance for the Supervised Institutions of 22 July 2014 issued by the Polish Financial Supervision Authority", constituting appendix to this resolution.

§ 2

The resolution comes into force on the day of its passing.

Vote was performed in an open manner. Number of those present: 9



BNP PARIBAS

Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 31/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr Przemysław Gdański – President of the Management Board of Bank BGŻ BNP Paribas S.A. – for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

Vote was performed in a secret manner. Number of those present: 9

Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 32/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Jean-Charles Aranda, Member of the Management Board of Bank BGŻ BNP Paribas S.A. and then Vice President of the Management Board of Bank BGŻ BNP Paribas S.A. – for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

Vote was performed in a secret manner. Number of those present: 9

Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 33/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Daniel Astraud – Vice President of the Management Board of Bank BGŻ BNP Paribas S.A. – for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.



BNP PARIBAS

Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 34/2019 of the Supervisory Board of Bank BGŽ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŽ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Philippe Paul Bezieau – Vice President of the Management Board of Bank BGŽ BNP Paribas S.A. – for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 35/2019 of the Supervisory Board of Bank BGŽ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŽ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Blagoy Vankov Bochev – Vice President of the Management Board of Bank BGŽ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 36/2019 of the Supervisory Board of Bank BGŽ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŽ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Andre Boulanger – Vice President of the Management Board of Bank BGŽ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

*Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 37/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Przemysław Furlepa – Vice President of the Management Board of Bank BGŻ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

*Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 38/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Wojciech Kemblowski – Vice President of the Management Board of Bank BGŻ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

*Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 39/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Kazimierz Łabno – Vice President of the Management Board of Bank BGŻ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.



BNP PARIBAS

§ 2

The Resolution shall come into force on the date it has been passed.

Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 40/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Jaromir Pelczarski Vice President of the Management Board of Bank BGŻ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 41/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Jerzy Śledziewski Vice President of the Management Board of Bank BGŻ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0

Resolution No. 42/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the motion of the Bank's Supervisory Board to the Ordinary General Meeting of Bank BGŻ BNP Paribas S.A. on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31st December 2018.

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

§ 1



BNP PARIBAS

The Supervisory Board recommends to the Ordinary General Meeting granting a vote of acceptance to Mr. Bartosz Urbaniak Member of the Management Board of Bank BGŻ BNP Paribas S.A. - for fiscal year 2018, for the fulfilment of his duties.

§ 2

The Resolution shall come into force on the date it has been passed.

*Vote was performed in a secret manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 13/2019 of the Supervisory Board of Bank BGŻ BNP Paribas S.A. dated 13 March 2019 on the adoption of the annual report on the assessment of the functioning of the remuneration Policy in 2018 in the Bank BGŻ BNP Paribas SA

Pursuant to § 20 para.1 of the Articles of Association of Bank BGŻ BNP Paribas S.A. and § 28 para 3 Principles of corporate governance for supervised institutions issued by the Polish Financial Supervision Authority, it is resolved as follows:

§ 1

The Supervisory Board of Bank BGŻ BNP Paribas S.A., after evaluation, adopts the Report on the assessment of the remuneration policy functioning at BGŻ BNP Paribas S.A. in 2018, including the Remuneration Policy for persons having material impact on the risk profile of BGŻ BNP Paribas S.A., which constitutes an attachment to this resolution, and decides to submit it to the Ordinary General Shareholders' Meeting of Bank BGŻ BNP Paribas S.A.

§ 2

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

*Vote was performed in an open manner. Number of those present: 9
Number of votes "for": 9 Number of votes "against": 0 "abstained": 0*

Resolution No. 50/2019 of the Supervisory Board of BNP Paribas Bank Polska S.A. dated 15 May 2019 on expressing an opinion regarding amendments to the Articles of Association of BNP Paribas Bank Polska Spółka Akcyjna

Acting pursuant to Article 382 paragraph 1 and Article 391 paragraph 1 of the Code of Companies and Partnerships, and based on paragraph 20 item 1 section 1) subsection m) of the Articles of Association of BNP Paribas Bank Polska S.A. with its registered office in Warsaw ("the Bank"), the Supervisory Board of the Bank hereby resolves as follows:

§ 1

Having familiarised itself with the draft resolutions of the 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 comes into force on the day of its adoption.

*Vote was performed in an open manner. Number of those present: 7
Number of votes "for": 7 Number of votes "against": 0 "abstained": 0*