

Warsaw, December 29, 2023

Current Report No. 27/2023

Subject: Permission obtained from the Polish Financial Supervision Authority to buy-back treasury shares and commencement of the buy-back process

Legal basis: Article 17(1) in conjunction with Article 5(1)(a) of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 (Market Abuse Regulation or MAR).

With reference to the Bank's current reports No. 29/2022 of 7 November 2022, 30/2022 of 14 November 2022 and 34/2022 of 16 December 2022, the Management Board of Bank Handlowy w Warszawie S.A. ("**Bank**"), announces that on December 29, 2023 the Polish Financial Supervision Authority granted the Bank its permission to buy-back treasury shares referred to in Article 77 and Article 78 section 1 of Regulation (EU) No. 575/2013 of the European Parliament and of the Council of June 26, 2013 on prudential requirements for credit institutions and amending Regulation (EU) No. 648/2012.

Obtaining the Polish Financial Supervision Authority's permission allows the Bank to commence the buy-back of treasury shares for the purpose of offering them to:

1. persons whose professional activities have a material impact on the Bank's risk profile within the meaning of Article 9ca Clause 1a of the Banking Law of August 29, 1997, and
2. selected Bank employees other than persons whose professional activities have a material impact on the Bank's risk profile.

Pursuant to the rules set out in Article 5(1)(a) of MAR and Article 2 of the Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No. 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programs and stabilization measures ("**Delegated Regulation 2016/1052**"), the Bank makes public the following information regarding the Bank's buy-back of its treasury shares that will apply, in particular, if the Bank's Management Board resolves to buy-back treasury shares under the rules set out in Article 5 of MAR and in the Delegated Regulation 2016/1052:

- 1) the purpose of the buy-back of treasury shares in accordance with Article 5(2) of MAR - to meet obligations arising from share option programs, or other allocations of shares, to employees or to members of the administrative, management or supervisory bodies of the issuer (purpose indicated in Article 5(2)(c) of MAR);
- 2) in accordance with the information contained in the permission of the Polish Financial Supervision Authority, the price of the Bank's own shares purchased by the Bank cannot exceed in total PLN 33,333,000 (thirty-three million three hundred thirty-three thousand Polish zloty);
- 3) the maximum number of shares to be purchased - 566,000 (five hundred sixty-six thousand) treasury shares, on the date of this current report representing 0.43% of the Bank's share capital and the total number of votes at the Bank's General Meeting;
- 4) the period for which the authorization for the program has been granted (program period) - from and including 29 December 2023 to and including 29 December 2024.

If the Bank's Management Board decides to buy-back the Bank's treasury shares pursuant to different rules than described above, in accordance with the authorization granted by the Extraordinary General Meeting in § 2 item 2 of Resolution No. 5/2022 dated December 16, 2022 authorizing the Management Board to buy-back treasury shares and create a capital reserve for the Bank's treasury shares buy-back program, i.e. if it decides to buy-back the Bank's treasury shares in any other manner, however always subject to the relevant provisions of law, in particular by way of direct buy-back of the Bank's treasury shares by the Bank, buy-back of the Bank's treasury shares in any other manner, both in transactions executed on the regulated market operated by the Warsaw Stock Exchange or in transactions executed outside the regulated market, in particular as a result of an invitation to tender addressed by the Bank to its shareholders (other than a voluntary tender offer to subscribe for the sale of the Bank shares within the meaning of Article 72a of the Act on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organized Trading and Public Companies), the Bank will immediately report the acquisition of such treasury shares in such manner, indicating in particular the number of treasury shares acquired in a given manner, their unit price and total price, as well as the manner of their acquisition by the Bank. If the Management Board decides to buy-back treasury shares through an invitation to tender addressed by the Bank to its shareholders (other than a voluntary tender offer), the Bank will announce its intention to do so by making public the contents of the invitation distributed by the Bank among its shareholders.