

Candidate Profiles and draft resolutions of the Ordinary General Meeting related to Supervisory Board Members Appointment

MR SŁAWOMIR STEFAN SIKORA

INFORMATION ABOUT THE CANDIDATE

1. Education

Mr Sławomir S. Sikora is a graduate of the Warsaw School of Economics (SGH).

2. Professional background

Mr Sikora has many years of professional experience in the banking industry. He was Chief Executive Officer of Bank Handlowy in Warsaw S.A. from 2003 to 2021.

From 2005-2008, he was a Member of Citigroup Management Committee in New York.

From 2001-2003, he was President of the Management Board of American Bank in Poland S.A.

From 1994 to 2001 he was the Corporate and Investment Banking Head at PBK Bank in Warsaw in the rank of Vice President of the Management Board.

Between 1989-1994 he held senior positions at the Ministry of Finance in Poland (incl. Head of Banking and Financial Institutions).

3. Mandates to management boards and supervisory boards at other entities

Mr Sikora is a Member of the Council of the Polish Confederation of Private Employers Lewiatan, he was Vice Chairman of the Board of Directors of AmCham and Member of the Emerging Markets Advisory Council at the Institute of International Finance (Washington).

4. Warranty of due performance of duties

Mr Sikora's professional career, the functions performed by him and his education demonstrate the candidate's sterling reputation, honesty and fairness, as well as his ability to handle the Bank's matters in a prudent and stable manner and as such make him suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience including the highest corporate rank positions held by Mr Sikora in the banking sector, will add to the proper delivery of tasks by the Supervisory Board.

6. Independence

Mr Sikora is not independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate's other representations

Mr Sikora is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act and he does not conduct any activity competitive to the Bank.

* * *

Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to his ability to fairly assess and govern executive decisions at the Bank.

Mr Sikora has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and he provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Mr Sławomir S. Sikora fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Mr Sławomir S. Sikora has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

MR IGNACIO GUTIERREZ - ORRANTIA

INFORMATION ABOUT THE CANDIDATE

1. Education

Mr Ignacio Gutierrez – Orrantia holds Business Management Degree from Universidad Comercial Deusto.

2. Professional background

Mr Gutierrez - Orrantia is Citi's Banking and Cluster Head for Europe, responsible for leading Citi's businesses across 24 countries on the Continent. Mr Gutierrez - Orrantia has been in the banking industry for close to 30 years. He joined Citi in 2004 and was most recently co-head of Investment Banking for Europe, the UK and Middle East. In 2021, he was appointed as Head of Banking, Capital Markets and Advisory (BCMA) for Europe, Middle East and Africa. He has extensive investment banking experience, having served as Chairman for Continental Europe (2018 – 2021) and Chairman for Spain and Portugal (2009-2021). He started his career in Goldman Sachs' Mergers & Acquisitions division.

3. Mandates to management boards and supervisory boards at other entities

Mr Gutierrez - Orrantia will serve as CEO and Executive Director on the Board of Citibank Europe Plc (CEP), Citi's bank chain legal vehicle headquartered in Dublin, Ireland. Mr Gutierrez - Orrantia serves on the Boards of the Cris Cancer Foundation, the Princess of Asturias Foundation and the La Caixa Palliative Care Foundation.

4. Warranty of due performance of duties

Mr Gutierrez – Orrantia's professional career, the functions performed by him and his education demonstrate the candidate's sterling reputation, honesty and fairness, as well as his ability to handle the Bank's matters in a prudent and stable manner and as such make him suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience including the senior positions held by Mr Gutierrez - Orrantia in Citi, will add to the proper delivery of tasks by the Supervisory Board.

6. Independence

Mr Gutierrez - Orrantia is not independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate's other representations

Mr Gutierrez - Orrantia is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act and he does not conduct any activity competitive to the Bank.

* * *

Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to his ability to fairly assess and govern executive decisions at the Bank.

Mr Ignacio Gutierrez - Orrantia has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and he provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Mr Ignacio Gutierrez - Orrantia fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Mr Ignacio Gutierrez - Orrantia has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

MR FABIO LISANTI

INFORMATION ABOUT THE CANDIDATE

1. Education

Mr Fabio Lisanti has a Bachelor's degree in Science in Industrial and Business Economics at the London School of Economics and a master's in International Economics and Management as the SDA Bocconi in Milan.

2. Professional background

From 1995 - 2016 Mr Lisanti was associated with UBS Investment Bank where his career focused on Debt Capital Markets, Institutional & Corporate Solutions Sales, and Fixed Income Structuring. He served among other as Global Head of Debt Capital Markets and Client Solutions and Member of Global Banking & Foreign Exchange, Rates and Credit Executive Committees. Then from January to November 2016 he joined to BSI Bank (Banca della Svizzera Italiana) as Senior Advisor to the CEO. Since 2016 he has been associated with Citigroup as Head of Markets Europe in Citigroup. Mr Lisanti has been a Board Member of the International Capital Markets Association and currently represents Citi on the Board of the Association for Financial Markets in Europe.

3. Mandates to management boards and supervisory boards at other entities

Mr Lisanti serves as a Board Member of Citibank Europe plc and Board Member of Association for Financial Markets in Europe (AFME).

4. Warranty of due performance of duties

Mr Lisanti's professional career, functions performed by him and his education demonstrate the candidate's sterling reputation, honesty and fairness, as well as his ability to handle the Bank's matters in a prudent and stable manner and as such make him suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience including the senior positions held by Mr Lisanti in Citi, will add to the proper delivery of tasks by the Supervisory Board.

6. Independence

Mr Lisanti is not independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate's other representations

Mr Lisanti is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act and he does not conduct any activity competitive to the Bank.

* * *

Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to his ability to fairly assess and govern executive decisions at the Bank.

Mr Fabio Lisanti has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and he provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Mr Fabio Lisanti fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Mr Fabio Lisanti has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

MS NATALIA MONIKA BOŻEK

INFORMATION ABOUT THE CANDIDATE

1. Education

Ms Natalia Bożek holds a Master's degree from the Business and Administration University in Warsaw.

2. Professional background

Ms Bożek has extensive experience in the area of banking and finance.

In the years 1999-2014 she worked at Bank Handlowy w Warszawie S.A., first as Business Planning and Analysis Expert for the Consumer Bank and then as Financial Planning and Analysis Head for Bank Handlowy w Warszawie S.A., covering both Consumer and Corporate Bank. From 2014-2017 Ms Bożek pursued her career within Citi Group in the Polish branch of Citibank Europe plc as Financial Planning and Analysis Head for Europe. In September 2017 she returned to Bank Handlowy w Warszawie S.A. as Director for Financial Planning Process Coordination and Strategic Projects supporting CFO of the Bank.

Subsequently, Ms Bożek served as Vice President of the Management Board of Bank Handlowy w Warszawie S.A. responsible for finance from March 21, 2018 to January 31, 2024. In February 2024, Ms Bożek took on the role of Europe Cluster Chief Financial Officer (CFO) for Citi.

3. Mandates to management boards and supervisory boards at other entities

Presently, Ms Bożek serves as an Executive Director on the Board of Citibank Europe plc.

4. Warranty of due performance of duties

Ms Bożek's professional career, functions performed by her and her education demonstrate the candidate's sterling reputation, honesty and fairness, as well as her ability to handle the Bank's matters in a prudent and stable manner and as such make her suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience including the senior positions held by Ms Bożek in Citi, will add to the proper delivery of tasks by the Supervisory Board.

6. Independence

Ms Bożek is not independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate's other representations

Ms Bożek is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act and she does not conduct any activity competitive to the Bank.

* * *

Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to her ability to fairly assess and govern executive decisions at the Bank.

Ms Natalia Bożek has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and she provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Ms Natalia Bożek fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Ms Natalia Bożek has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

MR ANDRAS REINIGER

INFORMATION ABOUT THE CANDIDATE

1. Education

Mr Andras Reiniger has a BA (Hons) (Cantab) in Economics from Trinity College, Cambridge.

2. Professional background

Mr Reiniger has a rich professional experience gained at corporate positions held by him.

Mr Reiniger is Chief Operating Officer (COO) for Legacy Franchises since May 2021. Mr Reiniger partners closely with the Legacy Franchises Management Team to lead day-to-day business operations for the organization. He is responsible for Business Management including Business Planning, Strategic Planning, Financial Management and Risk Management, playing an integral role in the execution of Citi Legacy Franchises divestiture strategy and strategic priorities.

Prior to this role, Andras served as Head of Corporate Mergers & Acquisitions (M&A) for Citi, overseeing the team responsible for executing strategic acquisitions and divestitures for the firm globally. After joining the team in 2008, Andras led M&A activities for Citigroup's exits from international consumer businesses, as well as selected acquisitions.

Andras joined the Investment Banking division of Schroders, which was subsequently acquired by Citi, in 1999. Until 2008, he was involved as an adviser in a broad range of transactions in the UK & EMEA across banking, asset management and insurance.

3. Mandates to management boards and supervisory boards at other entities

Mr Reiniger does not currently serve as management board or supervisory board member of any other entities.

4. Warranty of due performance of duties

Mr Reiniger's professional career, functions performed by him and his education demonstrate the candidate's sterling reputation, honesty and fairness, as well as his ability to handle the Bank's matters in a prudent and stable manner and as such make him suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience including the senior positions held by Mr Reiniger in Citi, will add to the proper delivery of tasks by the Supervisory Board.

6. Independence

Mr Reiniger is not independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate's other representations

Mr Reiniger is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act and he does not conduct any activity competitive to the Bank.

* * *

Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to his ability to fairly assess and govern executive decisions at the Bank.

Mr Andras Reiniger has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and he provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to assure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Mr Andras Reiniger fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Mr Andras Reiniger has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

MR MAREK KAPUŚCIŃSKI

INFORMATION ABOUT THE CANDIDATE

1. Education

Mr Marek Kapuściński graduated with a Master's Degree in International Trade from the Warsaw Main School of Planning and Statistics (today SGH - Main School of Commerce) and a post-graduate degree from SEHNAP in conj. with Stern School of Business at New York University.

2. Professional background

Mr Kapuściński was with Procter & Gamble for 25 years until September 2016. Co-creator of the company's success in Poland and Central Europe including of many operating standards of the Polish market after transformation e.g. norms for the cosmetic industry, business ethics, Corporate Social Responsibility or self-regulation of the advertising industry. Since July 2011 General Manager and Vice-President (read: CEO/President of Executive Board) for 9 key markets in Central Europe and since January 2007 for Poland and the Baltic States. First Pole and Central European national at the executive management level of this global corporation and an active member of the regional management team as well as its Global Business Leadership Council that brings together all 250 top level managers of the Company.

Experienced CEO and leader, expert in strategy, innovation and management, active creator of standards in the consistently market-adapting brand management and shopper marketing, as well as sales/communication in the age of digitalization and omni-channel. As the first Pole and Central European promoted in P&G to levels of Brand Manager, Marketing Manager and Marketing Director, responsible also for 5 years for the development of several product categories across Central and Eastern Europe, Middle East and Africa. Cocreator of the strategy and leading market position of such brands as Always, Vizir, Ariel, Lenor, Fairy, Pampers, Gillette, Head&Shoulders, Pantene, Blend-A-Med, Old Spice. In recognition of his contribution to building brands and standards and practices of the Polish advertising industry awarded by Media Marketing Poland the title of the “Marketer of the 20 years of the Polish Advertising Industry”.

Lecturer and presenter, juror, member of discussion panels. Currently non-executive member of Boards of Directors of companies and not-for-profit organizations and advisor to their Executive Boards. Privately, investor into start-ups and benefactor to the development of young Polish arts and culture.

3. Mandates to management boards and supervisory boards at other entities

Currently Mr Kapuściński holds the following functions in management boards or supervisory boards of other entities:

Non-executive Director functions (supervisory boards):

Bank Handlowy w Warszawie S.A.

Cydrownia S.A.

Cyfrowy Polsat S.A.

4. Warranty of due performance of duties

The professional attitude of Mr Kapuściński showed in previously occupied positions reflects his high moral standards, making him a suitable candidate for appointment to the highest positions in financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board’s tasks

The knowledge, skills and experience of Mr Kapuściński contribute to ensuring that the overall composition of the Supervisory Board has an adequately wide range of competencies required to supervise all relevant business areas of the Bank. He has been a member of the Supervisory Board of Bank Handlowy w Warszawie S.A. and a member of the Board’s Strategy and Management Committee, Risk and Capital Committee as well as Audit Committee.

6. Independence

Mr Kapuściński is independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate’s other representations

Mr Kapuściński is not listed in the Register of Insolvent Debtors maintained on the basis of the National Court Register Act and he does not conduct any activity competitive to Bank Handlowy w Warszawie S.A.

* * *

Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to his ability to fairly assess and govern executive decisions at the Bank.

Mr Marek Kapuściński has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and he provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Mr Marek Kapuściński fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Mr Marek Kapuściński has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

MS ANNA EWA RULKIEWICZ

INFORMATION ABOUT THE CANDIDATE

1. Education

Ms Anna Rulkiewicz is a graduate of Nicolaus Copernicus University in Toruń (Uniwersytet Mikołaja Kopernika w Toruniu), where in 1994 she was awarded a Master's degree. Ms Anna Rulkiewicz is also a graduate of the University of Hamburg. In 1998, she completed postgraduate studies at the Polish and French Institute of Insurance (Polsko-Francuski Instytut Ubezpieczeń) and a range of training courses in, among other fields, management, sales, communication, and marketing organized under the certified insurance industry program LIMRA "Marketing Strategies for Executive Advancement" (LIMRA Executive Development Group). In 2018, she also completed the Stanford Executive Program at the Stanford University Graduate School of Business and in 2024 she was awarded PhD degree from Warsaw Medical University.

2. Professional background

Ms Rulkiewicz has a rich professional experience gained in the corporate positions held by her.

Since 2002 she has worked for LUX MED Group. Initially, Ms Rulkiewicz held the function of the Marketing and Sales Director and Member of the Management Board.

In 2007 she was appointed President of LUX MED Group's Management Board and continues to hold the position to date. Since the end of 2011 she has also performed the duties of the Managing Director of LMG Försäkrings AB operating in Poland under the business name LUX MED Ubezpieczenia (Insurance).

From 2011 to 2023, Ms Rulkiewicz was President of Private Medicine Employers (Pracodawcy Medycyny Prywatnej) (two terms) and from 2016 to 2023 she was also Vice President of the Employers of Poland (Pracodawcy RP).

Since 2023, she has been a President of Employers for Health (Pracodawcy dla Zdrowia) at the Confederation Lewiathan (Konfederacja Lewiatan) where, also since 2023, she has been Vice President of the Management Board.

From 2013-2017 she was a Member of Bank Handlowy S.A.'s Supervisory Board. She was reappointed to the position in 2019 and continues to hold this role.

3. Mandates to management boards and supervisory boards at other entities

Ms Rulkiewicz currently holds the following functions at management boards or supervisory boards of other entities:

Mandates to supervisory boards:

- 1) Sport Medica S.A.¹
- 2) Lux Med Tabita sp. z o.o.¹
- 3) Lux Med Onkologia sp. z o.o.¹
- 4) Centrum Medyczne Mavit sp. z o.o.¹
- 5) Szpital Św. Elżbiety – Mokotowskie Centrum Medyczne sp. z o.o.¹
- 6) Fundacja LUX MED im. dr Joanny Perkowicz¹
- 7) Med-Polonia sp. z o.o.¹
- 8) Orthos Szpital Wielospecjalistyczny sp. z o.o.¹

Mandates to management boards:

- 1) Lux Med sp. z o.o.¹
- 2) Lux-Med Investment S.A.¹
- 3) LMG Försäkrings AB¹
- 4) Employers for Health (Pracodawcy dla Zdrowia) - a part of Confederation Lewiatan (Konfederacja Lewiatan)²
- 5) Confederation Lewiatan (Konfederacja Lewiatan)²

¹ entity is a member of LUX MED capital group in the meaning of Clause 3.1.44 of the Accounting Act of September 29, 1994, with Lux Med sp. z o.o. with its registered office in Warsaw as its parent company.

² entities do not conduct a business activity. Entities are a part of Confederation Lewiatan (Konfederacja Lewiatan).

4. Warranty of due performance of duties

Ms Rulkiewicz's professional career, the functions performed by her and her education demonstrate the candidate's sterling reputation, honesty and fairness, as well as her ability to handle the Bank's matters in a prudent and stable manner and as such make her suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience including the senior positions held by Ms Rulkiewicz in the financial sector, also in the banking sector, will add to the proper delivery of tasks by the Supervisory Board. She has been member of the Supervisory Board of Bank Handlowy w Warszawie S.A. and member of the Supervisory Board's Audit Committee, Nomination and Remuneration Committee as well as Strategy and Management Committee.

6. Independence

Ms Rulkiewicz is independent within the meaning of § 14 paragraph 4 of the Bank's Articles of Association.

7. Candidate's other representations

Ms Rulkiewicz is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act and she does not conduct any activity competitive to the Bank.

* * *

Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to her ability to fairly assess and govern executive decisions at the Bank.

Ms Rulkiewicz has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and she provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Ms Anna Rulkiewicz fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Ms Anna Rulkiewicz gave her consent to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

*Draft Resolution to Item 5 Sub-point 10 of the
Agenda of the Ordinary General Meeting
held on 19 June 2024*

RESOLUTION No 25/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024
on appointment of a member of the Bank's Supervisory Board for the joint, current term of
office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Ignacio Gutierrez-Orrantia satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Ignacio Gutierrez-Orrantia to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Ignacio Gutierrez-Orrantia as of June 19, 2024, as a member of the Supervisory Board of the Bank for a joint, currently pending term of office.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Ignacio Gutierrez-Orrantia meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.: has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 26/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024
on appointment of a member of the Bank's Supervisory Board for the joint, current term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Fabio Lisanti satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Fabio Lisanti to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Fabio Lisanti as of June 19, 2024, as a member of the Supervisory Board of the Bank for a joint, currently pending term of office.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Fabio Lisanti meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.: has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 27/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024
on appointment of a member of the Bank's Supervisory Board for the joint, current term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Natalia Monika Bożek satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Natalia Monika Bożek to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank’s Articles of Association, the Ordinary General Meeting appoints Natalia Monika Bożek as of June 19, 2024, as a member of the Supervisory Board of the Bank for a joint, currently pending term of office.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Natalia Monika Bożek meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.:

1. has knowledge and skills in accounting or audits of financial statements, as referred to in Art. 129 sec. 1 of the Act,
2. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

*Draft Resolution to Item 5 Sub-point 11 of the
Agenda of the Ordinary General Meeting
held on 19 June 2024*

**RESOLUTION No 28/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024**

**on appointment of a member of the Bank’s Supervisory Board for a subsequent, joint term of
office of the Bank's Supervisory Board**

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the

preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Sławomir Stefan Sikora satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Sławomir Stefan Sikora to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Sławomir Stefan Sikora as a member of the Supervisory Board of the Bank for a subsequent, joint term of office of the Supervisory Board starting on January 1, 2025.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Sławomir Stefan Sikora meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.:

1. has knowledge and skills in accounting or audits of financial statements, as referred to in Art. 129 sec. 1 of the Act,
2. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 29/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024

on appointment of a member of the Bank's Supervisory Board for a subsequent, joint term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Ignacio Gutierrez-Orrantia satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Ignacio Gutierrez-Orrantia to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Ignacio Gutierrez-Orrantia as a member of the Supervisory Board of the Bank for a subsequent, joint term of office of the Supervisory Board starting on January 1, 2025.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Ignacio Gutierrez-Orrantia meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.: has knowledge and

skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 30/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024

on appointment of a member of the Bank's Supervisory Board for a subsequent, joint term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Fabio Lisanti satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Fabio Lisanti to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Fabio Lisanti as a member of the Supervisory Board of the Bank for a subsequent, joint term of office of the Supervisory Board starting on January 1, 2025.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Fabio Lisanti meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.: has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 31/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024

on appointment of a member of the Bank's Supervisory Board for a subsequent, joint term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the

Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Natalia Monika Bożek satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Natalia Monika Bożek to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Natalia Monika Bożek as a member of the Supervisory Board of the Bank for a subsequent, joint term of office of the Supervisory Board starting on January 1, 2025.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Natalia Monika Bożek meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.:

1. has knowledge and skills in accounting or audits of financial statements, as referred to in Art. 129 sec. 1 of the Act,
2. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 32/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024
on appointment of a member of the Bank's Supervisory Board for a subsequent, joint term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Andras Reiniger satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Andras Reiniger to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Andras Reiniger as a member of the Supervisory Board of the Bank for a subsequent, joint term of office of the Supervisory Board starting on January 1, 2025.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Andras Reiniger meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.:

1. has knowledge and skills in accounting or audits of financial statements, as referred to in Art. 129 sec. 1 of the Act,
2. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 33/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024

on appointment of a member of the Bank's Supervisory Board for a subsequent, joint term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Marek Kapuściński satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Marek Kapuściński to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting appoints Marek Kapuściński as a member of the Supervisory Board of the Bank for a subsequent, joint term of office of the Supervisory Board starting on January 1, 2025.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Marek Kapuściński meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.:

1. meets the requirement of independence referred to in Art. 129 sec. 3 of the Act,
2. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No 34/2024
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 19 June 2024

on appointment of a member of the Bank's Supervisory Board for a subsequent, joint term of office of the Bank's Supervisory Board

§ 1

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law) and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.”, as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Anna Ewa Rulkiewicz satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Anna Ewa Rulkiewicz to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank’s Articles of Association, the Ordinary General Meeting appoints Anna Ewa Rulkiewicz as a member of the Supervisory Board of the Bank for a subsequent, joint term of office of the Supervisory Board starting on January 1,2025.

§ 2

The Ordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Anna Ewa Rulkiewicz meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e .:

1. has knowledge and skills in accounting or audits of financial statements, as referred to in Art. 129 sec. 1 of the Act,
2. meets the requirement of independence referred to in Art. 129 sec. 3 of the Act,
3. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

