

**DRAFT RESOLUTIONS
OF THE ANNUAL GENERAL MEETING
OF BANK OCHRONY ŚRODOWISKA SPÓŁKA AKCYJNA
CONVENED FOR ... JUNE 2025**

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to appoint the Chair of the Annual General Meeting**

Section 1

Acting pursuant to Article 409(1) of the Commercial Companies Code in conjunction with Section 5.1 of the Rules of Procedure for the General Meeting of Bank Ochrony Środowiska S.A., the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby appoints Mr/Ms as Chair of the Annual General Meeting.

Section 2

This Resolution shall take effect upon adoption.

GROUND

The Chair of the General Meeting is appointed in a secret ballot held during the General Meeting, in accordance with Article 409(1) of the Commercial Companies Code in conjunction with Section 5.1 of the Rules of Procedure for the General Meeting of Bank Ochrony Środowiska S.A., adopted by the Annual General Meeting of BOŚ S.A. on 30 June 2022 by way of Resolution No. 39/2022.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to appoint the Secretary of the Annual General Meeting**

Section 1

Acting pursuant to Section 6.4 of the Rules of Procedure for the General Meeting of Bank Ochrony Środowiska S.A., the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby appoints Mr/Ms as Secretary of the Annual General Meeting.

Section 2

This Resolution shall take effect upon adoption.

GROUND

The Secretary of the General Meeting is appointed in a secret ballot held before the start of proceedings of the General Meeting, in accordance with Section 6.4 of the Rules of Procedure for the General Meeting of Bank Ochrony Środowiska S.A., adopted by the Annual General Meeting of BOŚ S.A. on 30 June 2022 by way of Resolution No. 39/2022.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to adopt the agenda**

Section 1

Acting pursuant to Section 10.1 of the Rules of Procedure for the General Meeting of Bank Ochrony Środowiska S.A., the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby adopts the following agenda for the Meeting:

1. Opening of the Annual General Meeting.
2. Appointment of the Chair of the Annual General Meeting.
3. Confirmation that the Annual General Meeting has been duly convened and has the capacity to pass resolutions.
4. Appointment of the Secretary of the Annual General Meeting.
5. Adoption of the agenda.
6. Consideration of the Directors' Report on the operations of the Bank Ochrony Środowiska Group in 2024, prepared jointly with the Directors' Report on the operations of Bank Ochrony Środowiska S.A.
7. Consideration of the separate full-year financial statements of Bank Ochrony Środowiska S.A. for the year ended 31 December 2024.
8. Consideration of the consolidated full-year financial statements of the Bank Ochrony Środowiska Group for the year ended 31 December 2024.
9. Presentation of the proposal on the allocation of the Bank's profit for 2024.
10. Consideration of the Report on the activities of the Supervisory Board of Bank Ochrony Środowiska S.A. for 2024 and of the self-assessment by the Supervisory Board of Bank Ochrony Środowiska S.A. of the adequacy of internal regulations governing the operation of the Supervisory Board and on the effectiveness of its activities in 2024 (including information on the adoption of the Rules of Procedure for the Supervisory Board).
11. Adoption of reports on the analysis of collected documentation and credibility review concerning members of the Supervisory Board of Bank Ochrony Środowiska BOŚ S.A.
12. Voting on a resolution to approve the Directors' Report on the operations of the Bank Ochrony Środowiska Group in 2024, prepared jointly with the Directors' Report on the operations of Bank Ochrony Środowiska S.A.
13. Voting on a resolution to approve the separate full-year financial statements of Bank Ochrony Środowiska S.A. for the year ended 31 December 2024.
14. Voting on a resolution to approve the consolidated full-year financial statements of the Bank Ochrony Środowiska Group for the year ended 31 December 2024.
15. Voting on a resolution on the allocation of the Bank's profit for 2024.
16. Voting on resolutions to grant discharge from liability to members of the Management Board of Bank Ochrony Środowiska S.A. for 2024.
17. Voting on a resolution to approve the Report on the activities of the Supervisory Board of Bank Ochrony Środowiska S.A. for 2024 and to give an assessment of the adequacy of internal regulations governing the operation of the Supervisory Board of Bank Ochrony Środowiska S.A. and on the effectiveness of its activities in 2024.
18. Voting on resolutions to grant discharge from liability to members of the Supervisory Board of Bank Ochrony Środowiska S.A. for 2024, including re-assessment of the individual suitability of members of the Supervisory Board.
19. Voting on a resolution on assessment of the collective suitability of the Supervisory Board of Bank Ochrony Środowiska S.A.
20. Voting on a resolution to give an opinion on the 'Report on the Remuneration of Members of the Supervisory Board and the Management Board of Bank Ochrony Środowiska S.A. for 2024'

- submitted by the Supervisory Board of Bank Ochrony Środowiska S.A. and assessment of the Remuneration Policy applicable at Bank Ochrony Środowiska S.A in 2024.
21. Consideration of proposed amendments and voting on a resolution to amend the Articles of Association of Bank Ochrony Środowiska S.A. and authorise the Supervisory Board to prepare the amended and restated version of the Articles of Association.
 22. Receipt of information provided by the Management Board of Bank Ochrony Środowiska S.A. regarding entertainment, legal, marketing, public relations, social communication and management consultancy expenses incurred in 2024.
 23. Closing of the Annual General Meeting.

Section 2

This Resolution shall take effect upon adoption.

GROUND:

The General Meeting proceeds in accordance with the adopted agenda. The resolution is of a formal nature.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to approve the Directors' Report on the operations of the Bank Ochrony Środowiska Group in
2024, prepared jointly with the Directors' Report on the operations of Bank Ochrony Środowiska
S.A.**

Section 1

Acting pursuant to Article 393(1), Article 395(2)(1) and 395(5) of the Commercial Companies Code, in conjunction with Article 10(1) and 10(2) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby approves the Directors' Report on the operations of the Bank Ochrony Środowiska Group in 2024, prepared jointly with the Directors' Report on the operations of Bank Ochrony Środowiska S.A.

Section 2

This Resolution shall take effect upon adoption.

GROUND:

Pursuant to Article 395(2)(1) of the Commercial Companies Code, the agenda of the Annual General Meeting includes the consideration of and approval of the Directors' Report on the Company's operations. Under Article 55(2a) of the Accounting Act, the Directors' Report on the operations of the Group may be prepared jointly with the Directors' Report on the operations of the Parent as a single report. Therefore, the Bank has prepared a single report covering the operations of the Bank Ochrony Środowiska Group and the operations of Bank Ochrony Środowiska S.A.

The Directors' Report on the operations of the Bank Ochrony Środowiska Group in 2024, prepared jointly with the Directors' Report on the operations of Bank Ochrony Środowiska S.A., was published as part of the annual report on 27 March 2025, together with the assessment by the Supervisory Board of Bank Ochrony Środowiska S.A. prepared in accordance with Section 70.1.14 and Section 71.1.12 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state dated 29 March 2018.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to approve the full-year financial statements of Bank Ochrony Środowiska S.A.
for the year ended 31 December 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(1) of the Commercial Companies Code, in conjunction with Article 10(1) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby approves the audited separate full-year financial statements of Bank Ochrony Środowiska S.A. for the year ended 31 December 2024, comprising:

- 1) the statement of profit or loss for the financial year ended 31 December 2024, showing a net profit of PLN 73,448 thousand (seventy-three million, four hundred and forty-eight thousand złoty);
- 2) the statement of comprehensive income for the financial year ended 31 December 2024, showing a comprehensive income of PLN 74,758 thousand (seventy-four million, seven hundred and fifty-eight thousand złoty);
- 3) the statement of financial position as at 31 December 2024, showing total assets and total equity and liabilities of PLN 22,571,572 thousand (twenty-two billion, five hundred and seventy-one million, five hundred and seventy-two thousand złoty);
- 4) the statement of changes in equity for the financial year ended 31 December 2024, showing an increase in equity of PLN 74,758 thousand (seventy-four million, seven hundred and fifty-eight thousand złoty);
- 5) the statement of cash flows for the financial year ended 31 December 2024, showing a net increase in cash of PLN 278,425 thousand (two hundred and seventy-eight million, four hundred and twenty-five thousand złoty);
- 6) description of accounting policies and notes to the financial statements.

Section 2

This Resolution shall take effect upon adoption.

GROUND:

Pursuant to Article 395(2)(1) of the Commercial Companies Code, the agenda of the Annual General Meeting includes the consideration of and approval of the financial statements for the previous financial year.

The separate full-year financial statements of Bank Ochrony Środowiska S.A. for the year ended 31 December 2024 were published as part of the annual report on 27 March 2025, together with the assessment by the Supervisory Board of Bank Ochrony Środowiska S.A. prepared in accordance with Section 70.1.14 and Section 71.1.12 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state dated 29 March 2018.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to approve the full-year consolidated financial statements
of the Bank Ochrony Środowiska Group for the year ended 31 December 2024**

Section 1

Acting pursuant to Article 395(5) of the Commercial Companies Code, in conjunction with Article 10(2) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby approves the audited consolidated full-year financial statements of the Bank Ochrony Środowiska Group for the year ended 31 December 2024, comprising:

- 1) the consolidated statement of profit or loss for the financial year ended 31 December 2024, showing a net profit of PLN 79,656 thousand (seventy-nine million, six hundred and fifty-six thousand złoty);
- 2) the consolidated statement of comprehensive income for the financial year ended 31 December 2024, showing a comprehensive income of PLN 80,966 thousand (eighty million, nine hundred and sixty-six thousand złoty);
- 3) the consolidated statement of financial position as at 31 December 2024, showing total assets and total equity and liabilities of PLN 22,718,495 thousand (twenty-two billion, seven hundred and eighteen million, four hundred and ninety-five thousand złoty);
- 4) the consolidated statement of changes in equity for the financial year ended 31 December 2024, showing an increase in equity of PLN 80,966 thousand (eighty million, nine hundred and sixty-six thousand złoty);
- 5) the consolidated statement of cash flows for the financial year ended 31 December 2024, showing a net increase in cash of PLN 278,384 thousand (two hundred and seventy-eight million, three hundred and eighty-four thousand złoty);
- 6) description of accounting policies and notes to the financial statements.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS:

Pursuant to Article 395(5) of the Commercial Companies Code, the agenda of the Annual General Meeting may also include a review and approval of the consolidated financial statements of the Group within the meaning of the Accounting Act, as well as matters other than those specified in Section 2.

The consolidated full-year financial statements of the Bank Ochrony Środowiska Group for the year ended 31 December 2024 were published as part of the annual report on 27 March 2025, together with the assessment by the Supervisory Board prepared in accordance with Section 70.1.14 and Section 71.1.12 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state dated 29 March 2018.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to allocate the Bank's net profit for 2024**

Section 1

Acting pursuant to Article 395(2)(2) of the Commercial Companies Code, in conjunction with Article 10(3) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. resolves to allocate the Bank's entire net profit for the period from 1 January to 31 December 2024 of PLN 73,447,748.56 (seventy-three million, four hundred and forty-seven thousand, seven hundred and forty-eight złoty, 56/100) to statutory reserve funds.

Section 2

This Resolution shall take effect upon adoption.

GROUND:

In accordance with Article 395(2)(2) of the Commercial Companies Code in conjunction with Article 9(4)(2) of the Bank's Articles of Association, the agenda of the Annual General Meeting should include a resolution on the allocation of profit or coverage of loss. Pursuant to Article 10(3) in conjunction with Article 20(11)(9) of the Bank's Articles of Association, the General Meeting resolves on the allocation of profit by considering the relevant proposal from the Management Board, endorsed by the Supervisory Board.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Paweł Trętowski from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Paweł Trętowski from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. delegated to temporarily serve as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Arkadiusz Garbarczyk from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Arkadiusz Garbarczyk from liability for his activities as Vice President – First Deputy President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 3 April 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Iwona Maria Marciniak from liability for her activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Iwona Maria Marciniak from liability for her activities as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowska S.A.

The Supervisory Board of Bank Ochrony Środowska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowska S.A.
dated 2025
to discharge
Sebastian Rafał Bodzenta from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowska S.A. hereby discharges Sebastian Rafał Bodzenta from liability for his activities as Vice President of the Management Board of Bank Ochrony Środowska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowska S.A.

The Supervisory Board of Bank Ochrony Środowska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowska S.A.
dated 2025
to discharge
Marcin Melchior Liberadzki
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowska S.A. hereby discharges Marcin Melchior Liberadzki from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowska S.A. delegated to temporarily serve as Vice President of the Management Board of Bank Ochrony Środowska S.A., responsible for managing the Management Board's activities, in the period from 11 March to 10 April 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Marzenna Urszula Sendecka
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Marzenna Urszula Sendecka from liability for her activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. delegated to temporarily serve as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 11 March to 10 April 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Artur Grzegorz Stefański
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Artur Grzegorz Stefański from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. delegated to temporarily serve as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 4 April to 10 April 2024 and from 1 October to 13 October 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Bartosz Krzysztof Kublik from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Bartosz Krzysztof Kublik from liability for his activities as Vice President of the Management Board of Bank Ochrony Środowiska S.A., responsible for managing the Management Board's activities, in the period from 18 July to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge**

Tomasz Piotr Jodłowski from liability for his activities in 2024

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Tomasz Piotr Jodłowski from liability for his activities as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 11 April to 20 August 2024.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Kamil Norbert Kuźmiński from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Kamil Norbert Kuźmiński from liability for his activities as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 11 April to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025**

**to discharge
Krzysztof Łabowski from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Krzysztof Łabowski from liability for his activities as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 11 April to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Michał Patryk Należyty from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Michał Patryk Należyty from liability for his activities as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 15 May to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.**

**dated 2025
to discharge
Piotr Stanisław Kubaty from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Piotr Stanisław Kubaty from liability for his activities as Vice President of the Management Board of Bank Ochrony Środowiska S.A. in the period from 14 October to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to approve the report on the activities of the Supervisory Board of Bank Ochrony Środowiska S.A.
for 2024**

Section 1

Acting pursuant to Article 382(3) of the Commercial Companies Code and Article 10(4) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby approves the report on the activities of the Supervisory Board of Bank Ochrony Środowiska S.A. for 2024.

Section 2

Furthermore, acting pursuant to Recommendation Z 8.9 of the Polish Financial Supervision Authority on internal governance in banks, and taking into account the Supervisory Board's self-assessment and the report on the activities of the Supervisory Board for 2024, the General Meeting of Bank Ochrony Środowiska S.A. hereby gives a positive assessment of the following:

- 1) adequacy of internal regulations governing the operation of the Supervisory Board of Bank Ochrony Środowiska S.A.,
- 2) effectiveness of the activities the Supervisory Board of Bank Ochrony Środowiska S.A. in 2024.

Section 3

This Resolution shall take effect upon adoption.

FOUNDATIONS

The obligation to prepare an annual report on the activities of the Supervisory Board arises from the provisions of Article 382(3) of the Commercial Companies Code.

Pursuant to Article 10(4) of the Articles of Association of Bank Ochrony Środowiska S.A., the scope of powers and responsibilities of the General Meeting includes the consideration of and approval of the report on the activities of the Supervisory Board of Bank Ochrony Środowiska S.A. The report has been prepared in accordance with Best Practice for GPW Listed Companies 2021 (Principle 2.11). It includes information on the composition of the Supervisory Board and its committees, as well as a summary of their activities. The report also provides an assessment of the Bank's standing on a consolidated basis, including an assessment of the internal control, risk management, compliance, and internal audit systems, assessment of the Bank's fulfilment of the disclosure requirements regarding compliance with corporate governance standards, and the validity of expenses incurred by the Bank and its Group to sponsor culture, sports, charities, media, social organisations, trade unions, etc.

The basis for the Annual General Meeting's resolution on the assessment of the adequacy of internal regulations governing the operation of the Supervisory Board of Bank Ochrony Środowiska S.A. and the effectiveness of its activities in 2024 is provided in Recommendation Z 8.9 of the Polish Financial Supervision Authority on internal governance in banks, stating that: "8.9. It is recommended that the adequacy of internal regulations governing the operation of the supervisory board and the management board, as well as the effectiveness of their activities, be regularly assessed and evaluated. In the case of the supervisory board, they should be subject to self-assessment by the supervisory board and assessment by the general meeting, and in the case of the management board they should be assessed by the supervisory board. The assessment process may be facilitated by engaging external advisors to provide assistance."

According to the PFSA's position document on the proper fulfilment of the requirements outlined in Recommendation Z 8.9, dated 4 April 2023, it is recommended that relevant resolutions be passed by both the Supervisory Board and the General Meeting.

The Supervisory Board performed a self-assessment of the adequacy of internal regulations governing its operation and the effectiveness of its activities in 2024, and adopted a resolution in this respect (Resolution No. 45/2025 of the Supervisory Board dated 16 May 2025.)

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A. dated 2025
to discharge
Piotr Sadownik
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Piotr Sadownik from liability for his activities as Chair of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowska S.A. dated 2025
to discharge
Andrzej Grzegorz Matysiak
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowska S.A. hereby discharges Andrzej Grzegorz Matysiak from liability for his activities as Secretary of the Supervisory Board of Bank Ochrony Środowska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowska S.A. dated 2025
to discharge
Tadeusz Ludwik Wyrzykowski
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowska S.A. hereby discharges Tadeusz Ludwik Wyrzykowski from liability for his activities as Deputy Chair of the Supervisory Board of Bank Ochrony Środowska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowska S.A.
dated 2025
to discharge**

**Piotr Wojciech Bielarczyk
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Piotr Wojciech Bielarczyk from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Wojciech Krawczyk
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Wojciech Krawczyk from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

FOUNDATIONS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Marian Stanisław Niemirski
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Marian Stanisław Niemirski from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 11 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Aleksandra Świdowska
from liability for her activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee regarding re-assessment of the individual suitability of Aleksandra Świdowska, the Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Aleksandra Świdowska meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges her from liability for her activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Waldemar Dariusz Trelka
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, the Annual

General Meeting of Bank Ochrony Środowiska S.A. hereby discharges Waldemar Dariusz Trelka from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 1 January to 5 March 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Adam Ruciński
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee regarding re-assessment of the individual suitability of Adam Ruciński, the Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Adam Ruciński meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges him from liability for his activities as Chair of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 11 March to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Artur Grzegorz Stefański
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee regarding re-assessment of the individual suitability of Artur Grzegorz Stefański, the Annual

General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Artur Grzegorz Stefański meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges him from liability for his activities as Deputy Chair of the Supervisory Board of Bank Ochrony Środowiska S.A. in the periods from 11 March to 3 April 2024, 11 April to 30 September 2024, and 14 October to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Marzenna Urszula Sendecka
from liability for her activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee regarding re-assessment of the individual suitability of Marzenna Urszula Sendecka, the Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Marzenna Urszula Sendecka meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges her from liability for her activities as Secretary of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 11 April to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUND

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Marcin Melchior Liberadzki
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination

Committee regarding re-assessment of the individual suitability of Marcin Melchior Liberadzki, the Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Marcin Melchior Liberadzki meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges him from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 11 April to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Marcin Likierski
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee regarding re-assessment of the individual suitability of Marcin Likierski, the Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Marcin Likierski meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges him from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 11 March to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Władysław Mańkut
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering

the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee regarding re-assessment of the individual suitability of Władysław Mańkut, the Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Władysław Mańkut meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges him from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 11 March to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to discharge
Piotr Antoni Wybieralski
from liability for his activities in 2024**

Section 1

Acting pursuant to Article 393(1) and Article 395(2)(3) of the Commercial Companies Code, in conjunction with Article 9(4)(3) and Article 10(5) of the Bank's Articles of Association, and considering the proposal of the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee regarding re-assessment of the individual suitability of Piotr Antoni Wybieralski, the Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that Piotr Antoni Wybieralski meets the requirements laid down in Article 22aa of the Banking Law and hereby discharges him from liability for his activities as Member of the Supervisory Board of Bank Ochrony Środowiska S.A. in the period from 11 March to 31 December 2024.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to the provisions cited in the resolution, the agenda of the Annual General Meeting should include the grant of discharge from liability to members of the Company's governing bodies for the previous financial year.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
on the assessment of the collective suitability of the Supervisory Board**

Acting pursuant to Article 10(7) of the Bank's Articles of Association, as well as the Policy for the Assessment of the Suitability of Candidates for the Position of Member of the Supervisory Board, Members of the Supervisory Board and the Supervisory Board of Bank Ochrony Środowiska S.A.,

established by Resolution No. 29/2024 of the Annual General Meeting of Bank Ochrony Środowiska S.A. of 19 June 2024, and pursuant to Article 22aa of the Banking Law of 29 August 1997, the Annual General Meeting of Bank Ochrony Środowiska S.A., considering the proposal of the Remuneration and Nomination Committee of the Supervisory Board of Bank Ochrony Środowiska S.A. regarding assessment of the collective suitability of the Supervisory Board, resolves as follows:

Section 1

The Annual General Meeting of Bank Ochrony Środowiska S.A. is satisfied that the Supervisory Board, as a collective body, has adequate knowledge, skills and experience to understand the Bank's activities, including key risks involved.

Section 2

This Resolution shall take effect upon adoption.

GROUNDS

Pursuant to Article 10(7) of the Bank's Articles of Association and the Policy for the Assessment of the Suitability of Candidates for the Position of Member of the Supervisory Board, Members of the Supervisory Board and the Supervisory Board of Bank Ochrony Środowiska S.A., established by Resolution No. 29/2024 of the Annual General Meeting of Bank Ochrony Środowiska S.A. of 19 June 2024, pursuant to Article 22aa of the Banking Law of 29 August 1997, the Bank's General Meeting assesses the collective suitability of members of the Supervisory Board taking into account the proposal regarding assessment of their collective suitability submitted by the Bank Ochrony Środowiska S.A. Supervisory Board's Remuneration and Nomination Committee.

The draft resolution did not require endorsement by the Supervisory Board pursuant to Section 5.2.8 of the Rules of Procedure for the Supervisory Board.

**Resolution No. /2025
of the Annual General Meeting
of Bank Ochrony Środowiska Spółka Akcyjna
dated 2025**

to give an opinion on the 'Report on the Remuneration of Members of the Supervisory Board and the Management Board of Bank Ochrony Środowiska S.A. for 2024' submitted by the Supervisory Board of Bank Ochrony Środowiska S.A. and assessment of the Remuneration Policy applicable at Bank Ochrony Środowiska S.A in 2024

Acting pursuant to Article 395(2)¹ of the Commercial Companies Code, Article 90g(6) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, and Section 28.4 of the Principles of Corporate Governance for Supervised Institutions, in conjunction with Article 10(15) of the Bank's Articles of Association, the Annual General Meeting hereby resolves as follows:

Section 1

1. The Annual General Meeting hereby endorses the 'Report on the Remuneration of Members of the Supervisory Board and the Management Board of Bank Ochrony Środowiska for 2024' submitted by the Supervisory Board.

2. Based on the information provided in the Report, in the Directors' Report on the operations of the Bank Ochrony Środowiska Group in 2024 prepared jointly with the Directors' Report on the operations of Bank Ochrony Środowiska S.A., and in the Supervisory Board's report on the assessment of the implementation of the Remuneration Policy in 2024, the General Meeting is satisfied that the Bank's remuneration policy supports the development of the Bank and security of its operations.

Section 2

This Resolution shall take effect upon adoption.

Grounds:

The provisions of Article 395(2)¹ of the Commercial Companies Code in conjunction with Article 90g(6) of the Act on Public Offering, Conditions Governing the Introduction of Public Instruments to Organised Trading, and Public Companies require that the Annual General Meeting should resolve on the report on the remuneration of members of the Supervisory Board and the Management Board of Bank Ochrony Środowiska S.A. for 2024 submitted by the Supervisory Board.

The Supervisory Board adopted the report on the remuneration of members of the Supervisory Board and the Management Board of Bank Ochrony Środowiska S.A. for 2024 at its meeting held on 16 May 2025 – the report was assessed by a qualified auditor.

In accordance with Section 28.4 of the Principles of Corporate Governance for Supervised Institutions, the Annual General Meeting of Bank Ochrony Środowiska S.A. is required to assess whether the adopted Remuneration Policy of Bank Ochrony Środowiska Spółka Akcyjna supports the Bank's development and security of its operations.

In 2024, the Bank followed the Remuneration Policy supporting the Bank's development and security of its operations by implementing provisions and working towards goals and objectives focused on long-term growth in the shareholder value and stability of the Bank's operations.

Endorsement by the Supervisory Board of Bank Ochrony Środowiska S.A.

The Supervisory Board of Bank Ochrony Środowiska S.A. endorsed the draft of this resolution at its meeting held on 16 May 2025.

**Resolution No. /2025
of the Annual General Meeting of Bank Ochrony Środowiska S.A.
dated 2025
to amend the Articles of Association of Bank Ochrony Środowiska S.A.**

Section 1

Acting pursuant to Article 430(1) of the Commercial Companies Code, in conjunction with Article 10(8) of the Bank's Articles of Association, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby resolves as follows:

The Articles of Association of Bank Ochrony Środowiska Spółka Akcyjna shall be amended as follows:

- 1) in **Article 5**, section 4 shall be added after section 3, to read as follows:
"4. The Bank may issue contingent convertible bonds, as referred to in Article 27a(1) of the Bond Act of 15 January 2015, to be classified as own funds.",
- 2) in **Article 10**, point 11) shall now read as follows:
"11) pass resolutions on the issue of convertible bonds, bonds with pre-emptive rights or contingent convertible bonds,".

Section 2

This Resolution shall take effect as of the date of registration of the amendments in the National Court Register by the District Court for the Capital City of Warsaw.

Section 3

Acting pursuant to Article 430(5) of the Commercial Companies Code, the Annual General Meeting of Bank Ochrony Środowiska S.A. hereby authorises the Supervisory Board to prepare the amended and restated version of the Articles of Association of the Bank.

GROUND:

The reasons for the proposed amendments to the Articles of Association of Bank Ochrony Środowiska S.A. are as follows:

- the amendment to Article 5 of the Bank's Articles of Association is designed to align its provisions with the applicable laws, in particular Article 27a(1) of the Bond Act of 15 January 2015, and to enable the Bank to issue contingent convertible bonds to be classified as own funds,*
- the amendment to Article 10 point 11) of the Bank's Articles of Association is intended to introduce the obligation for the General Meeting to pass a resolution in the event of the issue of contingent convertible bonds by the Bank.*

On 3 April 2025, the Polish Financial Supervision Authority issued a decision approving the amendments to the Articles of Association of Bank Ochrony Środowiska S.A. as set forth in this resolution. In view of the above, the amendment referred to above does not require re-approval by the Polish Financial Supervision Authority.

The draft resolution was endorsed by the Supervisory Board on 16 May 2025.