

Resolution No. 9/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 25 August 2020
on the appointment of Mr Marcin Adam Jastrzębski
to the Supervisory Board of the 11th term

Par. 1

Acting under art. 385 Par. 1 of the Commercial Companies Code, executing the provisions of art. 22 section 2 of the Banking Act of 29 Aug. 1997, in relation to Par. 10 subpara. 6 and Par. 17 subpara. 2 of the Bank's Articles of Association, as well as in accordance with the provisions of the "Policy of assessment of suitability of candidates for Supervisory Board Members and of Supervisory Board Members of Bank Ochrony Środowiska S.A.", introduced by Resolution No. 27/2018 of General Meeting of Bank Ochrony Środowiska S.A. of 17 June 2018, the Extraordinary General Meeting of Bank Ochrony Środowiska S.A.:-----

1) taking into account the proposal of an individual assessment of suitability of the Remuneration and Nomination Committee of Supervisory Board of Bank Ochrony Środowiska S.A. hereby declares that Mr Marcin Adam Jastrzębski fulfils the requirements set forth in art. 22aa of the Banking Act;-----

2) appoints Mr Marcin Adam Jastrzębski to the Bank Supervisory Board for the joint 11th term.-----

Par. 2

This resolution shall come into force upon adoption.-----

The Chairman of the Extraordinary General Meeting stated that:-----

- a total of **64.865.315** valid votes were cast, out of **64.865.315** shares accounting for 69 % of shares in the share capital (69,7869%),-----

- votes „for” cast – **56.852.091**,-----

- votes „against” cast – **8.062**,-----

- „abstentions” – **8.005.162**,-----

- **resolution adopted by secret ballot.**-----

No objections to the resolution were filed.-----

Re. Item no. 7 of the Meeting agenda:-----

The Chairman of the Extraordinary General Meeting stated that due to the appointment of two members of the Supervisory Board on 5 August 2020 and due to the fact of dismissal, from the Supervisory Board, one Supervisory Board member, the numbering of the resolutions referred to in the wording of the draft of the Resolution shall be amended to reflect the actual status and that this amendment does not require any dedicated mode of proceeding and shall constitute Management Board's self-amendment. -----

**Resolution No. 10/2020
of the
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 25 August 2020
on the assessment of collective suitability of the Supervisory Board**

Par. 1

Acting under Par. 10 subpara 7 of the Bank's Articles of Association, as well as in accordance with the provisions of the "Policy of assessment of suitability of candidates for Supervisory Board Members and of Supervisory Board Members of Bank Ochrony Środowiska S.A.", introduced by Resolution No. 27/2018 of General Meeting of Bank Ochrony Środowiska S.A. of 17 June 2020, under art. 22aa of the Banking Act of 29 August 1997, the Extraordinary General Meeting of Bank Ochrony Środowiska S.A., taking into account the proposal of an individual assessment of suitability of the Remuneration and Nomination Committee of Supervisory Board of Bank Ochrony Środowiska S.A. regarding collective assessment of suitability, hereby resolves that individual scopes of competence of individual Supervisory Board members appointed under Resolutions No. 27/2019, No. 29/2019, No. 30/2019 and from 32/2019 through to 35/2019 of BOŚ S.A. Ordinary General Meeting of 18 June 2019, and Resolutions No. 5/2020, No. 6/2020 of BOŚ S.A. Extraordinary General Meeting of 5 August 2020, and Resolution No. 9/2020 of BOŚ S.A. Extraordinary General Meeting of 25 August 2020, supplement each other in such a way that they enable pursuance of relevant collective supervision over all Bank's areas of operations, and the Supervisory Board as a whole has the relevant level of knowledge, skills and experience allowing for understanding of actions undertaken by the Bank, including major risks.-----

Par. 2

This resolution shall come into force upon adoption.-----

The Chairman of the Extraordinary General Meeting stated that:-----

- a total of **64.865.315** valid votes were cast, out of **64.865.315 shares accounting for 69 %** shares in the share capital (69,7869%), -----

- votes “for” cast – **56.852.091**, -----

- votes “against” cast – **0**, -----

- “abstentions” – **8.013.224**, -----

- **resolution adopted in open voting.** -----

No objections to the resolution were filed.-----

Re. Item no. 8 of the meeting agenda:-----

**Resolution No. 11/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 25 August 2020
on Bank Ochrony Środowiska S.A.’s increasing of costs of convening and
holding BOŚ S.A. Extraordinary General Meeting
convened on 5 August 2020.**

Par. 1

Acting under art. 400 Par. 4 of the Commercial Companies Code, BOŚ S.A. Extraordinary General Meeting resolves the following:-----

Costs of convening and holding of this BOŚ S.A. Extraordinary General Meeting BOŚ S.A. shall be held by Bank Ochrony Środowiska S.A. -----

Par. 2

This resolution shall come into force upon adoption.-----

The Chairman of the Extraordinary General Meeting stated that:-----

- a total of **64.865.315** votes were cast, out of **64.865.315 shares accounting for 69 %** of shares in the share capital (69,7869%), -----

- votes “for” cast – **64.865.315**, -----

- votes “against” cast – **0**, -----

- “abstentions” – **0**, -----

- **resolution adopted in open voting.** -----

No objections to the resolution were filed.-----