

Resolution No. 4/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 19 October 2020
on the approval of the meeting agenda

Par. 1

Acting under art. 404 Par. 1 of the Commercial Companies Code, the Extraordinary General Meeting of Bank Ochrony Środowiska S.A. hereby approves the following agenda of the Meeting: -----

- 1) Opening of the Extraordinary General Meeting-----
- 2) Election of the Extraordinary General Meeting's Chair.-----
- 3) Announcing legality of convening of the Extraordinary General Meeting and of its capacity to adopt resolutions. -----
- 4) Election of the Extraordinary General Meeting Secretary. -----
- 5) Approval of the meeting agenda.-----
- 6) Changes to the composition of the Supervisory Board:-----
 - a) adoption of resolutions on the dismissal of Supervisory Board Members,
 - b) adoption of resolutions on the appointment of Supervisory Board Members.-----
- 7) Adoption of the resolution on assessment of collective suitability of Supervisory Board. -----
- 8) Adoption of the resolution on Bank Ochrony Środowiska S.A.'s incurrence of costs of convening and holding of the Extraordinary General Meeting of BOŚ S.A. on 14 October 2020. -----
- 9) Closing of the Extraordinary General Meeting. -----

Par. 2

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

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

- a total of **64.857.568** valid votes were cast, out of **64.857.568** shares accounting for **69,77** % of shares in the share capital, expressed as a figure with ten decimal places, -----

- votes „for” cast – **64.857.568**,-----

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

No other votes, i.e. abstentions or votes "against" were cast and no objections to the resolution were filed. -----

**Resolution No. 5/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 19 October 2020
on the dismissal of Supervisory Board Member**

Par. 1

Acting under art. 385 Par. 1 of the Commercial Companies Code and under Par. 10 subpara. 6 of 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, of Supervisory Board Members and of the Supervisory Board of Bank Ochrony Środowiska S.A., introduced by Resolution No. 27/2020 of Ordinary General Meeting of Bank Ochrony Środowiska S.A. of 17 June 2020, BOŚ S.A. Extraordinary General Meeting: -----

1) 1) taking into account the proposal of secondary assessment of individual suitability of the Remuneration and Nomination Committee of Bank Ochrony Środowiska S.A. Supervisory Board, hereby concludes that Mr **ANDRZEJ MATYSIAK** fulfils the requirements set forth in art. 22aa of the Banking Act; -----

2) dismisses Mr **ANDRZEJ MATYSIAK** from the Bank Supervisory Board. -----

Par. 2

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

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

- a total of **64.857.568** valid votes were cast, out of **64.857.568** shares accounting for 69,77 % of shares in the share capital, expressed as a figure with ten decimal places, -----

- votes „for” cast – **56.851.960**, -----

- votes „against” cast – **446**, -----

- “abstentions” – **8.005.162**, -----

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

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

Resolution No. 6/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 19 October 2020
on the appointment of LESZEK BANASZAK
to the Supervisory Board of the 11th Term

Par. 1

Acting under art. 385 Par. 1 of the Commercial Companies Code, executing 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, and in accordance with the provisions of the Policy of assessment of suitability of candidates for Supervisory Board Members, of Supervisory Board Members and of the Supervisory Board of Bank Ochrony Środowiska S.A., introduced by Resolution No. 27/2020 of Ordinary General Meeting of Bank Ochrony Środowiska S.A. of 17 June 2020, BOŚ S.A. Extraordinary General Meeting: -----

1) taking into account the proposal of the primary assessment of individual suitability of the Remuneration and Nomination Committee of Bank Ochrony Środowiska S.A. Supervisory Board, hereby concludes that Mr **LESZEK BANASZAK** fulfils the requirements set forth in art. 22aa of the Banking Act; -----

2) hereby appoints **LESZEK BANASZAK** to the Bank Supervisory Board for a joint three-year 11th term.-----

Par. 2

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

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

- a total of **64.857.568** valid votes were cast, out of **64.857.568** shares accounting for 69,77 % of shares in the share capital, expressed as a figure with ten decimal places, -----

- votes „for” cast – **56.851.960**,-----

- votes „against” cast – **446**,-----

- “abstentions” – **8.005.162**,-----

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

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

**Resolution No. 7/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 19 October 2020
on the appointment of **ROBERT KRZYSZTOF CZARNECKI**
to the Supervisory Board of the 11th Term**

Par. 1

Acting under art. 385 Par. 1 of the Commercial Companies Code, executing 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, and in accordance with the provisions of the Policy of assessment of suitability of candidates for Supervisory Board Members, of Supervisory Board Members and of the Supervisory Board of Bank Ochrony Środowiska S.A., introduced by Resolution No. 27/2020 of Ordinary General Meeting of Bank Ochrony Środowiska S.A. of 17 June 2020, BOŚ S.A. Extraordinary General Meeting: -----

1) taking into account the proposal of the primary assessment of individual suitability of the Remuneration and Nomination Committee of Bank Ochrony Środowiska S.A. Supervisory Board, hereby concludes that Mr **ROBERT KRZYSZTOF CZARNECKI** fulfils the requirements set forth in art. 22aa of the Banking Act; -----

2) hereby appoints Mr **ROBERT KRZYSZTOF CZARNECKI** to the Bank Supervisory Board for a joint three-year 11th term. -----

Par. 2

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

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

- a total of **64.857.568** valid votes were cast, out of **64.857.568** shares accounting for 69,77 % of shares in the share capital, expressed as a figure with ten decimal places, -----

- votes „for” cast – **56.851.960**,-----

- votes „against” cast – **446**,-----

- “abstentions” – **8.005.162**,-----

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

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

Resolution No. 8/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 19 October 2020
on the appointment of MARZENA KOCZUT
to the Supervisory Board of the 11th Term

Par. 1

Acting under art. 385 Par. 1 of the Commercial Companies Code, executing 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, and in accordance with the provisions of the Policy of assessment of suitability of candidates for Supervisory Board Members, of Supervisory Board Members and of the Supervisory Board of Bank Ochrony Środowiska S.A., introduced by Resolution No. 27/2020 of Ordinary General Meeting of Bank Ochrony Środowiska S.A. of 17 June 2020, BOŚ S.A. Extraordinary General Meeting: -----

1) taking into account the proposal of the primary assessment of individual suitability of the Remuneration and Nomination Committee of Bank Ochrony Środowiska S.A. Supervisory Board, hereby concludes that Ms **MARZENA KOCZUT** fulfils the requirements set forth in art. 22aa of the Banking Act; -----

2) hereby appoints **MARZENA KOCZUT** to the Bank Supervisory Board for a joint three-year 11th term.-----

Par. 2

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

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

- a total of **64.857.568** valid votes were cast, out of **64.857.568** shares accounting for 69,77 % of shares in the share capital, expressed as a figure with ten decimal places, -----

- votes „for” cast – **56.851.960**,-----

- votes „against” cast – **446**,-----

- “abstentions” – **8.005.162**,-----

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

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

**Resolution No. 9/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 19 October 2020
on assessment of collective suitability of 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, of Supervisory Board Members and of the Supervisory Board of Bank Ochrony Środowiska S.A., introduced by Resolution No. 27/2020 of General Meeting of Bank Ochrony Środowiska S.A. of 17 June 2020 and 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 the Remuneration and Nomination Committee of Bank Ochrony Środowiska S.A. Supervisory Board regarding the collective suitability of the Supervisory Board, hereby concludes that individual competence of individual members of the Supervisory Board appointed under Resolutions No. 27/2019, No. 30/2019 and from No. 32/2019 through to No. 35/2019 of BOŚ S.A. Ordinary General Meeting of 18 June 2019 as well as Resolutions No. 5/2020, No. 6/2020 of BOŚ S.A. Extraordinary General Meeting of 5 August 2020, as well as Resolution No. 9/2020 of BOŚ S.A. Extraordinary General Meeting of 25 August 2020 and Resolutions from No. 6/2020 through to No. 8/2020 of BOŚ S.A. Extraordinary General Meeting of 19 October 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 **64.857.568** valid votes were cast, out of **64.857.568** shares
 accounting for 69,77 % of shares in the share capital, expressed as a figure with ten
 decimal places, -----
 - votes „for” cast – **56.851.960**, -----
 - votes „against” cast – **446**, -----
 - “abstentions” – **8.005.162**, -----
 - **resolution adopted by secret ballot.** -----
No objections to the resolution were filed. -----

Resolution No. 10/2020
of Extraordinary General Meeting of Bank Ochrony Środowiska S.A.
of 19 October 2020
on Bank Ochrony Środowiska S.A.’s incurrance of costs of convening and
holding of the Extraordinary General Meeting of BOŚ S.A. on 14 October 2020

Par. 1

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

The costs of convening and holding of this Extraordinary General Meeting
 of BOŚ S.A. shall be incurred 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 **64.857.568** valid votes were cast, out of **64.857.568** shares
 accounting for 69,77 % of shares in the share capital, -----
 - votes „for” cast – **64.857.568**, -----
 - no other votes were cast, -----
 - **resolution adopted in open voting.** -----
No objections to the resolution were filed. -----