Resolution No 12/2026
of the Nomination Committee of BNP Paribas Bank Polska S.A.
dated September 2, 2026

on individual evaluation in terms of suitability assessment of the candidates for the role of a member of the Supervisory Board and an additional collective suitability assessment of the Supervisory Board of BNP Paribas Bank Polska S.A. in a new composition

Pursuant to § 5 para. 2 section 1 of the By-laws of the Nomination Committee of BNP Paribas Bank Polska S.A. and in connection with the Policy on the assessment of suitability of members of the Supervisory Board at BNP Paribas Bank Polska S.A., it is hereby resolved as follows:

§ 1

1. In connection with the request of BNP Paribas S.A. for the appointment by the Ordinary General Meeting of **Madeleine Ogerau** (hereinafter referred to as the "Candidate") to the role of a Member of the Supervisory Board of BNP Paribas Bank Polska S.A., acting on the basis of the documentation submitted by the Advisory Team regarding the Candidate, the Nomination Committee conducted the initial individual suitability assessment of the Candidate to perform the role of a Member of the Supervisory Board of BNP Paribas Bank Polska S.A. concluding that the result of this assessment is positive.

2. In connection with the planned appointment of the Candidate to the role of a Member of the Supervisory Board of BNP Paribas Bank Polska S.A., the Nomination Committee conducted an additional collective suitability assessment of the Supervisory Board of BNP Paribas Bank Polska S.A., concluding that the result of the assessment is positive.

3. Summary report on individual assessment of the candidate for a role of Supervisory Board Member at BNP Paribas Bank Polska S.A and collective assessment of the Supervisory Board in new composition constitutes Appendix 1 to this resolution.

§ 2

The resolution comes into force on the day of its adoption

Vote was performed in an open ballot. *Number of persons voting: 3*
Number of votes "for": 3 Number of votes "against":0 Number of votes "abstained": 0

Attachment no. 1 to Resolution no. 12/2026 of the Nomination Committee of BNP Paribas Bank Polska S.A. of 02 September 2026

Report on the results of preliminary (initial) individual suitability assessment of a candidate for a Member of the Supervisory Board and additional collective suitability assessment of the Supervisory Board of BNP Paribas Bank Polska S.A.

I. Actual status

Ms **Madeleine Ogerau** (hereinafter: "the Assessed Person") is a candidate for an Member of the Supervisory Board of BNP Paribas Bank Polska S.A. (hereinafter: "the Bank"").

On ***02 September*** 2026 the Nomination Committee performed a preliminary (initial) assessment of the suitability of a candidate for an Member of the Supervisory Board in accordance with:

1. Methodology on Assessment of Suitability of Members of Governing Bodies of Entities Supervised by the Polish Financial Supervision Authority published by the PFSA ("the PFSA Methodology"),
2. Policy on the Assessment of Suitability of Members of the Supervisory Board of BNP Paribas Bank Polska S.A. ("the Policy"),
3. Banking Law Act of 29 August 1997 ("the Banking Law"),
4. Guidelines of the European Banking Authority (EBA) and the European Securities and Markets Authority (ESMA) on the Assessment of the Suitability of Members of the Management Body and Key Function Holders of 2 July 2021 (EBA/GL/2021/06).

II. Basis for individual suitability assessment

The Nomination Committee indicates that the following measures have been taken to perform a suitability assessment of a candidate for an Member of the Supervisory Board:

1. the following documentation and information necessary to perform a suitability assessment of the Assessed Person have been gathered:
   a) self-assessment questionnaires filled in by the Assessed Person,
   b) statements on compliance with the suitability assessment requirements signed by the Assessed Person,
   c) financial disclosure statements of the Assessed Person;

2. the reliability of the information provided by the Assessed Person has been checked against the available sanction lists.

III. Applied criteria for the assessment of suitability

In the assessment of suitability, the following criteria have been taken into account:

1. Warranty of due performance of the Supervisory Board Member duties provided by the Assessed Person with regard to:
    a) reputation, integrity and reliability,
    b) financial standing,
    c) clean criminal records,
    d) independence of judgement (behavioural traits),
    e) occurrence of potential conflicts of interests;
2. Competence of the Assessed Person; understood as the appropriate level of knowledge, skills and experience relating to all aspects of the bank's business;
3. Personal (behavioural) competence of the Assessed Person;
4. The Assessed Person's command of Polish;
5. Combination of functions by the Assessed Person and his ability to dedicate sufficient time to serve as Supervisory Board Member;
6. Independence of the Assessed Person's judgement,

The scope of the suitability assessment in relation to the particular assessment criteria has been specified in accordance with the scope arising from Policy.

IV. Summary of individual suitability assessment

The Advisory Team informed the Nomination Committee that the Assessed Person had submitted all the required documents, duly completed questionnaires and statements. The documents and information submitted by the Assessed Person did not raise any concerns with the Advisory Team.

Having reviewed the material gathered by the Advisory Team, the Nomination Committee, in performing its analysis in terms of fulfilling the competency profile and the requirements for Members of the Supervisory Board, concluded that the Assessed Person has the required qualifications and meets the necessary requirements. There was no evidence of circumstances that could adversely affect the reputation that the Assessed Person gives, nor was the Assessed Person found to be on any of the publicly available sanction lists.

In consideration thereof, the Nomination Committee, having assessed the suitability of the Assessed Person, concludes that Ms **Madeleine Ogerau** meets the requirements for his individual suitability to serve as Supervisory Board Member.

The Nomination Committee recommends to the General Meeting the adoption of a **positive preliminary (initial)** assessment of the individual suitability of the candidate for an Supervisory Board Member.

The Nomination Committee declares that the individual suitability assessment process has been performed in a full, fair and impartial manner, taking into account all circumstances relevant to the results of the assessments.

V. Summary of collective suitability assessment results

The Nomination Committee conducted an additional collective assessment of the suitability of the Supervisory Board based on the information contained in the self-assessment questionnaires collected for the 2025 periodical assessment.

On the basis of the documents gathered, the Nomination Committee has stated that the Supervisory Board of BNP Paribas Bank Polska S.A. in the following composition;

1. Lucyna Stańczak-Wuczyńska – Chairperson of the Supervisory Board;
2. François Benaroya – Vice-Chairperson of the Supervisory Board;
3. Khatleen Pauwels – Member of the Supervisory Board;
4. Mariusz Warych – Member of the Supervisory Board;
5. Vincent Metz – Member of the Supervisory Board;
6. Piotr Mietkowski – Member of the Supervisory Board;
7. Małgorzata Chruściak – Member of the Supervisory Board;
8. Jean-Charles Aranda - Member of the Supervisory Board;
9. Sophie Heller - Member of the Supervisory Board;
10. Jacques Roger Jean-Marie Rinino – Member of the Supervisory Board;
11. Monika Kaczorek – Member of the Supervisory Board;
12. Bożena Leśniewska - Member of the Supervisory Board;
13. Madeleine Ogerau - candidate for a Member of the Supervisory Board.

meets the criteria of assessment with regard to:

1) Reputation, integrity and ethics,
2) Expertise, experience and skills,
3) Independence,
4) Diversity,
5) Conflict of interests,
6) Dedicating the time necessary to perform position-related tasks, independence of judgement.

As part of the assessment, the Nomination Committee has concluded that the competencies of the Members of the Bank's Supervisory Board complement each other in such a way as to allow for proper level of collective supervision over all areas of the Bank, and that the Supervisory Board as a whole has the appropriate level of expertise, skills and experience to understand the measures taken by the Bank, including the main risks they entail.

Having performed suitability assessment of the assessed Members of the Supervisory Board, the Nomination Committee concludes that they jointly meet the requirements regarding collective suitability of the Members of the Supervisory Board.

The Nomination Committee recommends to the General Meeting the adoption of a positive assessment of the collective suitability of the Supervisory Board.

The Nomination Committee declares that the collective suitability assessment process has been performed in a full, fair and impartial manner, taking into account all circumstances relevant to the results of the assessment.