BNP PARIBAS

Gender Balance Policy at BNP Paribas Bank Polska S.A.

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§ 1. PURPOSE AND SCOPE OF THE POLICY, DEFINITIONS

1. Having regard to:
   a) the adoption of Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving gender balance among directors of listed companies and related measures (OJ L 315, 2022, p. 44) (hereinafter referred to as the "Directive"),
   b) the entry into force of the Act of 3 July 2026 amending the Act on public offering, conditions governing the introduction of financial instruments to organised trading, and public companies, and the Act on the implementation of certain European Union regulations on equal treatment (Journal of Laws of 2026, item 1034), implementing the provisions of the aforementioned Directive,
   c) the fact that BNP Paribas Bank Polska S.A. is legally required to implement the provisions of the Act,

   the Gender Balance Policy at BNP Paribas Bank Polska S.A. is adopted.
2. For the purposes of this Policy, the following terms and expressions shall have the meanings set out below:
   1) **Bank** – BNP Paribas Bank Polska S.A. with its registered office in Warsaw;
   2) **Company Bodies** – the Management Board of the Bank and the Supervisory Board of the Bank;
   3) **Under-Represented Gender** – the gender whose representatives hold no more than 49% of the total number of positions within the Company Bodies;
   4) **Policy** – this Gender Balance Policy at BNP Paribas Bank Polska S.A.;
   5) **Supervisory Board** – the Supervisory Board of the Bank;
   6) **Report** – the Management Board report on the representation of each gender within the Company Bodies and the measures taken to ensure gender balance within those bodies, pursuant to Article 90gi(1) of the Act;
   7) **Act** – the Act of 29 July 2005 on public offering, conditions governing the introduction of financial instruments to organised trading, and public companies (consolidated text: Journal of Laws of 2025, item 592, as amended);
   8) **General Meeting** – the general meeting of shareholders of the Bank;
   9) **Management Board** – the management board of the Bank.
3. The purpose of this Policy is to ensure gender balance within the Company Bodies by fulfilling the statutory requirements regarding the representation of the Under-Represented Gender within those bodies, providing guidelines for the selection of candidates to the Company Bodies in line with the objectives of the Act, and outlining the general framework of the human resources management strategy and employee career development initiatives based on the principle of equality.
4. Furthermore, this Policy regulates reporting obligations concerning the achievement of gender balance within the Company Bodies.
5. This Policy forms an integral part of the Bank's corporate governance framework and shall be applied in conjunction with other internal regulations of the Bank referred to hereinafter.

§ 2. PRINCIPLES FOR THE SELECTION OF INDIVIDUALS TO COMPANY BODIES

1. In the process of recruiting individuals to positions within the Company Bodies, the Bank shall implement the principle of diversity, taking into account the criterion of gender, in order to guarantee equal access for women and men to hold office within those Company Bodies and to increase the percentage of representatives of the Under-Represented Gender therein.
2. The Bank shall implement the aforementioned principles by ensuring that the total number of positions within the Company Bodies held by individuals belonging to the Under-Represented Gender is no less than the number closest to 33% of the total number of all positions within the Company Bodies, and that individuals belonging to the Under-Represented Gender hold positions within each of the Company Bodies.
3. At every stage of the selection process for a specific position within a Company Body, objective, non-discriminatory, neutrally formulated, clear and unambiguous selection criteria shall be applied, taking into account the candidates' qualifications, statutory and AoA requirements, individual suitability assessments and the need to ensure gender balance. The criteria shall be established prior to the commencement of the selection process.
4. With regard to the detailed principles and criteria for the selection of individuals to positions within the Company Bodies, the following internal regulations of the Bank shall apply:
   a) Policy on the Assessment of Suitability of Members of the Management Board and Key Function Holders at BNP Paribas Bank Polska S.A.;
   b) Policy on the Assessment of Suitability of Members of the Supervisory Board of BNP Paribas Bank Polska S.A.;

c) Policy on the Appointment and Dismissal of Members of the Management Board of BNP Paribas Bank Polska S.A.;

d) Policy on the Appointment and Dismissal of Members of the Supervisory Board of BNP Paribas Bank Polska S.A.

§ 3. PRINCIPLES FOR NOMINATING CANDIDATES TO COMPANY BODIES

1. Members of the Company Bodies shall be selected through the recruitment process detailed in the internal regulations of the Bank, including those specified in § 2(4) above, from among individuals who have submitted their applications (the Management Board) or from among candidates nominated by shareholders (the Supervisory Board), taking into account the necessity to maintain gender balance.
2. The selection of candidates for members of the Company Bodies shall, in each instance, be preceded by a comparative assessment of their qualifications and a suitability assessment of each candidate. A recommendation for a candidate presented for a member of a Company Body shall, in addition to the requirements laid down in the aforementioned internal regulations, specify the impact on gender balance within the relevant Company Body and provide a justification.
3. The selection of a candidate shall, in the first instance, be determined by their qualifications, experience and competence. Where, in the selection process for a specific position within a Company Body, a choice is to be made between candidates with equivalent qualifications, priority shall be given to the candidate belonging to the Under-Represented Gender, unless - in exceptional cases - other material diversity principles set out in law, based on objective, non-discriminatory criteria and taking into account the candidate's specific situation, justify the selection of the candidate of the opposite gender.
4. At the request of a candidate for a position within a Company Body, the Bank shall inform them, in writing or in the form of an electronic document, of the selection criteria applied in the process, the comparative assessment and its justification, and - in the event of non-selection of a candidate belonging to the Under-Represented Gender - the grounds therefor and the qualifications of the candidate selected for the position.
5. A candidate, in respect of whom the Bank has breached the requirements referred to in § 3(2) and (3) above during the selection process for a specific position within a Company Body, shall be entitled to compensation for non-material damage in an amount not less than the minimum wage, determined on the basis of the Minimum Wage Act of 10 October 2002 (Journal of Laws of 2024, item 1773) as at the date of completion of that process, or shall have the right to compensation for material damage.
6. The principles described in § 3(3) to (5) above shall not apply where the Bank meets the requirements of the Act regarding the minimum percentage representation of the Under-Represented Gender within the Company Bodies.

§ 4. EMPLOYEE CAREER DEVELOPMENT PROGRAMMES

1. The Bank guarantees equal access to career development programmes for its employees regardless of gender, ensuring equal treatment and prohibiting discrimination in employment relations as part of the implementation of career development plans and participation in development processes, including training and coaching, as well as offering support for the educational development of employees.
2. The principles governing the management and operation of employee career development programmes within the Bank are detailed in the Principles of Training and Development for Employees of BNP Paribas Bank Polska S.A., which outlines the purpose and procedure for planning and executing development activities designed to enhance employee competences, as well as for creating Individual Development Plans at BNP Paribas Bank Polska S.A.

§ 5. HUMAN RESOURCES MANAGEMENT STRATEGY

1. The human resources management strategy implemented within the Bank provides for equal, non-discriminatory and transparent access for women and men to recruitment, development, promotion, remuneration and succession.
2. The human resources management strategy is detailed in:

a) Human Resources Management Policy at BNP Paribas Bank Polska S.A. - by ensuring fairness and transparency in human resources management principles within the Bank, and by implementing objective tools and processes in the area of human resources management that are based on market best practices and are fully transparent to employees; as well as
b) Diversity Management Policy at BNP Paribas Bank Polska S.A. - by ensuring professional equality between women and men regardless of gender, multiculturalism, diverse backgrounds, disability, age and intergenerational relations, sexual orientation, and gender identity.

3. As part of the human resources management strategy, the Bank organises training for all employees on diversity, equal treatment in employment, anti-discrimination and whistleblowing. The Bank has also introduced anti-mobbing and anti-discrimination procedures, enabling employees and third parties to anonymously report adverse events that are non-compliant with the Bank's policies or laws through independent communication channels.
4. The organisational units of the Bank shall monitor the implementation of the Bank's policies regarding diversity, gender balance and the prevention of discrimination on an ongoing basis.

§ 6. REPORTING ON GENDER BALANCE WITHIN COMPANY BODIES

1. The Management Board shall prepare an annual Report on the representation of each gender within the Company Bodies and the measures taken to ensure gender balance within those bodies. This Report may constitute a separate section of the activity report referred to in Article 49(1) of the Accounting Act of 29 September 1994.
2. The Report referred to in § 6(1) shall contain:
   a) the number of individuals holding positions within the Company Bodies during the reporting period, specifying their gender and the type of position held;
   b) information on the measures taken to ensure that individuals belonging to the Under-Represented Gender hold positions within the Company Bodies in a number no less than that specified in § 2(2) of the Policy;
   c) in the event that the Bank fails to achieve the objective referred to in § 2(4) of the Policy – an indication of the reasons for such failure and a comprehensive description of the measures the Bank has taken and intends to take in order to achieve this objective.
3. The performance of the obligation referred to in § 6(1) may be delegated to the Supervisory Board.
4. Promptly upon preparation, the Bank shall publish the Report on its website.
5. The Bank shall submit the Report for the preceding year by 30 June of each year, or - where this Report constitutes a separate section of the activity report referred to in Article 49(1) of the Accounting Act of 29 September 1994 - within 6 months of the end of the financial year to which it relates.
6. The Report referred to in § 6(1) shall be submitted to the Government Plenipotentiary for Equality.

§ 7. FINAL PROVISIONS

1. The Company Bodies shall implement detailed organisational arrangements aimed at executing the provisions of this Policy.
2. The Bank shall publish the Policy on its website together with information on gender balance regulations and sanctions for their violation.
3. This Policy shall enter into force on the date of its adoption by the General Meeting.