Candidate Profiles and draft resolutions of the Extraordinary General Meeting related to Supervisory Board Members Appointment

MS. ADELA MONICA RADULESCU

INFORMATION ABOUT THE CANDIDATE

1. Education

Ms. Adela Monica Radulescu holds a Bachelor's degree in Economics (specializing in Finance and Banking) from the Romanian Academy of Economic Studies (ASE) in Bucharest. She has also completed executive leadership programs at the Yale School of Management, UCLA.

2. Professional background

Ms. Adela Monica Radulescu is a Managing Director with over 32 years of professional experience in the banking sector, out of which over 30 have been within Citigroup across Europe, the Middle East, and Africa (EMEA region). She had multiple roles in Operation and Technology organization for over 25 years, currently serving as the Chief Operating Officer (COO) for Citi Europe. Previously, she was the Banking & International Transformation Lead for the UK, Europe, and MEA Clusters within Citi's COO Organization.

Throughout her career at Citi, Ms. Radulescu has held senior leadership roles, including Europe and CEP Operations & Technology (O&T) Head and Dublin Citi Service Center Site Head (managing over 8,000 employees and an expense base of $450M+). She serves on the Executive and Operating Committees of Citibank Europe plc (CEP) and has extensive corporate governance experience, serving as a Board Member and Audit and Risk Committee member of Citibank (Switzerland) AG since April 2021. Her expertise spans large-scale cross-enterprise strategic initiatives and transformation, controls, governance and strategy, resilience, technology and cybersecurity, non-financial risk management, as well as regulatory engagement across various jurisdictions including, but not limited to Europe and the.

3. Mandates to management boards and supervisory boards at other entities

Ms. Adela Monica Radulescu is a Supervisory Board member of Citibank (Switzerland) AG.

4. Warranty of due performance of duties

Ms. Adela Monica Radulescu professional career, the functions performed by her and her education demonstrate the candidate's sterling reputation, honesty and fairness, as well as her ability to handle the Bank's matters in a prudent and stable manner and as such make her suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience, including the senior positions held by Ms. Adela Monica Radulescu in banking sector, will add to the proper delivery of tasks by the Supervisory Board.

6. Independence

Ms. Adela Monica Radulescu is not independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate's other representations

Ms. Adela Monica Radulescu is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act. Ms. Adela Monica Radulescu does not conduct any activity competitive to the Bank.

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Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to her ability to fairly assess and govern executive decisions at the Bank.

Ms. Adela Monica Radulescu has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and she provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Ms. Adela Monica Radulescu fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Ms. Adela Monica Radulescu has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

MR. PETER JAMESON

INFORMATION ABOUT THE CANDIDATE

1. Education

Mr. Peter Jameson holds a Bachelor of Science degree in Accounting and French from Queen's University Belfast (Graduated with 2:1 Honours.).

2. Professional background

Mr. Peter Jameson is a seasoned global transaction banking executive with over 25 years of experience leading multi-billion-dollar business lines, product management, and sales organizations across EMEA and Asia-Pacific. He currently serves as Managing Director, Head of Services for Europe and Citibank Europe plc, as well as an Executive Director on the Board of Citibank Europe plc. In his current role, he oversees the end-to-end Services franchise across the European cluster, driving the strategic integration of Treasury & Trade Solutions (TTS) and Securities Services.

Throughout his career at Citigroup and Bank of America, Mr. Jameson has spearheaded major business transformations, geographic expansions, and regulatory initiatives across 50+ markets. His governance track record includes directorships with Citibank Europe plc, SWIFT UK Ltd, CHAPS Clearing Company, BofA Custodial Services (Ireland) Ltd, and representation at EBA Clearing.

3. Mandates to management boards and supervisory boards at other entities

Mr. Peter Jameson is an Executive Director on the Board of Citibank Europe plc.

4. Warranty of due performance of duties

Mr. Peter Jameson professional career, the functions performed by him and his education demonstrate the candidate's sterling reputation, honesty and fairness, as well as his ability to handle the Bank's matters in a prudent and stable manner and as such make him suitable for senior positions at financial institutions.

5. Qualifications and competencies from the point of view of the Supervisory Board's tasks

Both the level of education and wide professional experience, including the senior positions held by Mr. Peter Jameson in banking sector, will add to the proper delivery of tasks by the Supervisory Board.

6. Independence

Mr. Peter Jameson is not independent in the meaning of Article 14.4 of the Articles of Association of the Bank Handlowy w Warszawie S.A.

7. Candidate's other representations

Mr. Peter Jameson is not entered in the Register of Insolvent Debtors kept in accordance with the National Court Register Act. Mr. Peter Jameson does not conduct any activity competitive to the Bank.

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Taking into consideration the above and given the absence of evidence that could prove otherwise, it should be considered that the candidate's conduct has not raised any doubts so far as to his ability to fairly assess and govern executive decisions at the Bank.

Mr. Peter Jameson has the knowledge, skills and experience adequate to hold the function and to perform duties of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board and he provides a guarantee of proper performance of those duties. The candidate's characteristics and competencies are appropriate to ensure that the Supervisory Board properly delivers its tasks. In the shareholder's opinion, Mr. Peter Jameson fulfils the requirements specified in Article 22aa of the Act of 29 August 1997 – the Banking Law.

Mr. Peter Jameson has consented to apply for the position of a member of Bank Handlowy w Warszawie S.A.'s Supervisory Board.

Draft Resolutions to Item 5 Sub-point 1 of the Agenda of the Extraordinary General Meeting held on 18 December 2026

RESOLUTION No. 3/2026

of the Extraordinary General Meeting

of the Bank Handlowy w Warszawie Spółka Akcyjna

of 18 December 2026

. **on appointment of a member of the Bank's Supervisory Board for the joint, current term of office of the Bank's Supervisory Board**

§ 1

The Extraordinary General Meeting of the Bank acting pursuant to Art. 22 section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law), in connection with Art. 22aa of the Banking Law and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.", as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Ms. Adela Monica Radulescu satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Ms. Adela Monica Radulescu to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Extraordinary General Meeting appoints Ms. Adela Monica

Radulescu, with effect from January 1, 2027, as a member of the Supervisory Board of the Bank for the current joint term of office of the Supervisory Board.

§ 2

The Extraordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Ms. Adela Monica Radulescu meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.:

1. has knowledge and skills in accounting or audits of financial statements, as referred to in Art. 129 sec. 1 of the Act,
2. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.

RESOLUTION No. 4/2026

of the Extraordinary General Meeting

of the Bank Handlowy w Warszawie Spółka Akcyjna

of 18 December 2026

. **on appointment of a member of the Bank's Supervisory Board for the joint, current term of office of the Bank's Supervisory Board**

§ 1

The Extraordinary General Meeting of the Bank acting pursuant to Art. 22 section 2 of the Act of August 29, 1997, Banking Law (hereinafter: Banking Law), in connection with Art. 22aa of the Banking Law and the „Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A.", as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that Mr. Peter Jameson satisfies the requirements referred to in Art. 22aa of the Banking Law Act, as well as concludes that after appointing Mr. Peter Jameson to the Supervisory Board, the Supervisory Board treated as a whole will be collectively qualified to perform its functions properly, therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Extraordinary General Meeting appoints Mr. Peter Jameson, with effect from January 1, 2027, as a member of the Supervisory Board of the Bank for the current joint term of office of the Supervisory Board.

§ 2

The Extraordinary General Meeting of the Bank taking into account the preliminary assessment of qualifications and recommendations issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank assesses that Mr. Peter Jameson meets the following requirements for members of the Audit Committee, as defined in Art. 129 of the Act of 11 May 2017 on statutory auditors, audit firms and public supervision (hereinafter: the Act), i.e.:

1. has knowledge and skills in accounting or audits of financial statements, as referred to in Art. 129 sec. 1 of the Act,
2. has knowledge and skills in the scope of industry, in which Bank Handlowy w Warszawie S.A. operates, referred to in art. 129 sec. 5 of the Act.