

**RESOLUTION**  
**of the Nomination and Remuneration Committee of the Supervisory Board of**  
**Bank Handlowy w Warszawie Spółka Akcyjna (the Bank)**  
**of June 11, 2024**

**on the preliminary assessment of the qualifications of a candidate for a member of the**  
**Supervisory Board of the Bank and the adoption of the recommendation on his appointment**

§1

Acting on the basis of § 3 section 1.14 of the Regulations of the Nomination and Remuneration Committee and in connection with section 4.2 of the Policy for the Assessment of Supervisory Board Members at Bank Handlowy w Warszawie S.A. (the **Policy**), the Nomination and Remuneration Committee (the **Committee**), after having verified the documents and information about the candidate for a member of the Supervisory Board of the Bank, **Ms. Anna Rulkiewicz** considers that she has the required qualifications to act as a member of the Supervisory Board, i.e.:

1) has the knowledge:

Ms. Anna Rulkiewicz is a graduate of Nicolaus Copernicus University in Toruń (Uniwersytet Mikołaja Kopernika w Toruniu), where in 1994 she was awarded a Master's degree. Ms Anna Rulkiewicz is also a graduate of the University of Hamburg. In 1998, she completed postgraduate studies at the Polish and French Institute of Insurance (Polsko-Francuski Instytut Ubezpieczeń) and a range of training courses in, among other fields, management, sales, communication, and marketing organized under the certified insurance industry program LIMRA "Marketing Strategies for Executive Advancement" (LIMRA Executive Development Group). In 2018, she also completed the Stanford Executive Program at the Stanford University Graduate School of Business and in 2024 she was awarded PhD degree from Warsaw Medical University.

Having regard to obtained education and practical knowledge acquired in the positions during her professional career, it should be considered that Ms. Anna Rulkiewicz has the proper education and knowledge to act as a member of the Supervisory Board of the Bank.

2) has the skills and experience:

The many years of Ms. Anna Rulkiewicz practical experience acquired in managerial positions indicate that Ms. Anna Rulkiewicz has the adequate skills and experience to act as a member of the Supervisory Board of the Bank.

Since 2002 she has worked for LUX MED Group. Initially, Ms. Rulkiewicz held the function of the Marketing and Sales Director and Member of the Management Board.

In 2007 she was appointed President of LUX MED Group's Management Board and continues to hold the position to date. Since the end of 2011 she has also performed the duties of the Managing Director of LMG Försäkrings AB operating in Poland under the business name LUX MED Ubezpieczenia (Insurance).

From 2011 to 2023, Ms Rulkiewicz was President of Private Medicine Employers (Pracodawcy Medycyny Prywatnej) (two terms) and from 2016 to 2023 she was also Vice President of the Employers of Poland (Pracodawcy RP).

Since 2023, she has been a President of Employers for Health (Pracodawcy dla Zdrowia) at the Confederation Lewiathan (Konfederacja Lewiatan) where, also since 2023, she has been Vice President of the Management Board.

From 2013-2017 she was a Member of Bank Handlowy S.A.'s Supervisory Board. She was reappointed to the position in 2019 and continues to hold this role.

- 3) gives a guarantee of the proper performance of the duties assigned to the function and enjoys a good reputation:

The documents collected in the course of the assessment of the candidature of Ms. Anna Rulkiewicz, including documents regarding his education, professional career, including the positions held by her indicate that, with her attitude, Ms. Anna Rulkiewicz guarantees the proper performance of duties assigned to a member of the Supervisory Board referring in particular to her reputation, honesty and integrity and the ability to carry out the Bank's affairs prudently and stably. Additionally, there is no evidence that could undermine Ms. Anna Rulkiewicz good reputation and there are no reasons giving rise to justified doubts about it. Therefore, it should be considered that Ms. Anna Rulkiewicz gives a guarantee of the proper performance of duties assigned to a member of the Supervisory Board.

Additionally, Ms. Anna Rulkiewicz holds a number of positions in the management and supervisory boards of entities from the Lux Med Group. Considering the above he does not exceed the limit specified in Art. 22aa section 3 of the Act of 29 August 1997 Banking Law (**Banking Law**).

The Committee also considers that the knowledge, skills and experience as well as the guarantee of the proper performance of duties by Ms. Anna Rulkiewicz contribute to ensuring that the overall composition of the Supervisory Board has an adequately wide range of competencies required to supervise all relevant business areas of the Bank.

In view of the above the Committee considers that Ms. Anna Rulkiewicz meets the requirements referred to in Article 22aa of the Banking Law and recommends that the General Meeting of the Bank (the **General Meeting**) to appoint Ms. Anna Rulkiewicz as a member of the Supervisory Board of the Bank.

## §2

Acting on the basis of § 3 section 1.14 of the Regulations of the Nomination and Remuneration Committee and in connection with section 4.2 of the Policy the Committee, after having verified received documents and information about the candidate for a member of the Supervisory Board of the Bank – Ms. Anna Rulkiewicz, considers that Ms. Anna Rulkiewicz 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 (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,

The requirement for Ms. Anna Rulkiewicz to have knowledge in accounting or audits of financial statements was assessed in relation to the knowledge acquired by Ms. Anna Rulkiewicz relation to her education. MS. Anna Rulkiewicz completed the Stanford Executive Program at the Stanford University Graduate School of Business.

Ms. Anna Rulkiewicz's skills in accounting or audits financial statements were assessed in the context of her previous professional experience in accounting or auditing of financial statements acquired in connection with positions of President of the Management Board of Lux Med Sp. z o.o.

- 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.

The many years of Ms. Anna Rulkiewicz practical experience acquired in managerial positions in the Lux Med Group and many years of service as a member of the Supervisory Board of Bank Handlowy w Warszawie S.A. indicate that Ms. Anna Rulkiewicz has the knowledge and skills in the scope of the financial industry.

- 3) meets the criteria of an independent member of the Supervisory Board.

### §3

Acting pursuant to item 4.2 of the Policy, the Committee authorizes the Chairperson of the Nomination and Remuneration Committee to submit to the General Meeting a preliminary assessment of Ms. Anna Rulkiewicz qualifications to perform the position of a member of the Bank's Supervisory Board and a recommendation on his appointment as a member of the Bank's Supervisory Board, in accordance with the provisions of §1 of this Resolution and a preliminary assessment of Ms. Anna Rulkiewicz in terms of meeting the requirements for members of the Audit Committee set out in Article 129 of the Act, in accordance with the provisions of §2 of this Resolution.

Tomasz Ośko  
Secretary to the Nomination and Remuneration Committee  
Signed with electronic signature