

Announcement
of the Management Board of BNP Paribas Bank Polska Spółka Akcyjna
of the convention
of the Extraordinary General Meeting

The Management Board BNP Paribas Bank Polska Spółka Akcyjna, with its seat in Warsaw, at ul. Kasprzaka 2, 01-211 Warsaw, entered into the Register of Entrepreneurs of the National Court Register (KRS) maintained by the District Court for the capital city of Warsaw in Warsaw, XIII Commercial Division of the National Court Register, under KRS number: 0000011571 and VAT PL: 5261008546 (NIP), holding paid-up share capital of PLN 147,518,782 (the "Company" or the "Bank"), pursuant to Article 399, § 1 in conjunction with Article 402¹ § 1 and § 2 of the Code of Commercial Companies and Partnerships - hereby convenes **the Extraordinary General Meeting to be held on 4 January 2022, at 10.00 a.m.**, at the registered office of the Company at Kasprzaka St. 2 in Warsaw, Audytorium.

Proposed Agenda:

1. Opening of the Meeting.
2. Election of the Chairperson of the Meeting.
3. Confirmation that the Meeting has been convened in a proper manner and that it is capable of passing resolutions.
4. Acceptance of the Agenda of the Meeting.
5. Passing resolutions on the application of the principles contained in "The Best Practice for GPW Listed Companies 2021" by the Bank.
6. Passing resolution on the Policy of appointing and dismissing members of the Supervisory Board of BNP Paribas Bank Polska S.A.
7. Passing a resolution regarding the approval of the Policy on the assessment of suitability of the members of the Supervisory Board of BNP Paribas Bank Polska S.A.
8. Passing a resolution amending Resolution No. 9 of the Extraordinary General Meeting of BNP Paribas Bank Polska S.A. dated 17 June 2021 regarding the approval of the Remuneration Policy for members of the Supervisory Board of BNP Paribas Bank Polska S.A. and the Remuneration Policy for persons having material impact on the risk profile of BNP Paribas Bank Polska S.A. (including members of the Management Board).
9. Passing resolutions regarding amendments to the Articles of Association of BNP Paribas Bank Polska S.A.

10. Passing a resolution regarding the adoption of the consolidated text of the Articles of Association of BNP Paribas Bank Polska S.A.
11. Passing resolution regarding the General Meeting Regulations of BNP Paribas Bank Polska S.A.
12. Closing of the Meeting.

In compliance with the requirements of Article 402² of the Code of Commercial Companies and Partnerships, the Management Board of the Company present the Shareholders with the following information regarding participation in the General Meeting.

1. Right to request certain issues to be included in the agenda

A shareholder or shareholders representing at least 1/20 of the share capital is/are entitled to request certain issues to be included in the agenda for the General Meeting. A request should be presented to the Management Board of the Company not later than twenty one (21) days prior to the scheduled date of the General Meeting, i.e. by 13 December 2021 at the latest and should include the rationale or a draft resolution regarding the proposed item of the agenda. The request may be submitted in writing in the registered office of the Company (Kasprzaka St. 2, 01-211 Warszawa), 11 floor, room 11004, or electronically, sent exclusively to the following email address: walne.zgromadzenie@bnpparibas.pl

A shareholder or shareholders should prove that they hold a proper number of shares as at the day of making the request, by enclosing a deposit certificate or notice of the right to participate in the General Meeting to the request; and in the case of shareholders being legal persons or organizational units without legal personality, they should also confirm their entitlement to act on behalf of this entity by enclosing a current excerpt from the registry relevant for the person/unit.

In the case of shareholders presenting their requests by electronic means of communication, documents should be sent in PDF format.

Requests submitted by shareholders by means of electronic communication in other way than to the above-given email address or failing to observe the above-specified requirements, do not result in any legal effects for the Company and as such, will not be taken into account.

2. Right to propose draft resolutions on the matters included in the agenda or the matters to be included in the agenda before the date of the meeting

A shareholder or shareholders representing at least 1/20 of the share capital may propose in writing, prior to the General Meeting, draft resolutions on the matters included in the agenda or on the matters to be included in the agenda, at the registered office of the Company at Kasprzaka St. 2 (01-211 Warszawa), 11 floor, room 11004, or by means of electronic communication (in a manner and to the email address as specified in paragraph 1 above).

Draft resolutions forwarded by the shareholders by means of electronic communication in a manner other than to the email address specified in paragraph 1 above or failing to meet the requirements set out in paragraph 1 above do not result in legal effects for the Bank and as such, will not be taken into account.

3. Right to propose draft resolutions on the matters included in the agenda in the course of the General Meeting

Each of the shareholders entitled to attend the General Meeting may, during the General Meeting, propose draft resolutions on the matters included in the agenda.

4. Exercising the voting right by proxy

A shareholder may participate in the General Meeting and exercise his/her voting right in person or by proxy. A proxy template can be found on the website: <https://www.bnpparibas.pl/investor-relations> in section "General Meeting/ Extraordinary General Meeting – 4 January 2022".

The Company does not impose a requirement to grant proxy on the above-mentioned form. However, the Company's Management Board informs shareholders that if a shareholder grants a proxy right together with a voting instruction, the Company will not verify whether the proxies exercise the voting rights in line with the instructions received from the shareholders. Therefore, the Management Board of the Company informs shareholders that the voting instruction should be handed exclusively to the proxy.

The power to vote by proxy should be granted in writing or electronically. Granting the power to vote electronically does not require an electronic signature verified using a valid qualified certificate.

If the proxy is granted electronically, the Shareholder is required to notify the Company of the granting of such a proxy in the electronic form, to the email address: walne.zgromadzenie@bnpparibas.pl by 31 December 2021, 10.00 a.m. Polish time, at the latest. If the notification of granting such a proxy is sent electronically, the shareholder or the

person entitled to attend the General Meeting shall send the following to the email address as specified above:

- 1) personal certificate of the right to attend the General Meeting, and a scan of the ID or passport including data enabling identification of the holder (natural person) or a scan of an excerpt from the registry competent for the legal person or organizational unit without legal personality,
- 2) text or scan of the proxy granted, including the data of the principal or the persons acting on their behalf in accordance with the principal's representation rules,
- 3) scan of the ID or passport (including data enabling identification of the holder) of the proxy who is a natural person,
- 4) scan of an excerpt from the registry competent for the proxy who is a legal person or organizational unit without legal personality,
- 5) email address designated for communication with the shareholder or the shareholder's proxy.

The above provisions apply accordingly to the notification of withdrawal of the proxy by way of electronic means of communication.

Notifications forwarded by shareholders in a manner other than to the email address given above, or without meeting the requirements specified above, do not result in any legal effects towards the Company and as such, will not be taken into account.

Shareholders shall be allowed to attend the General Meeting upon presentation of their IDs and the proxies – upon presentation of their IDs and valid proxy documents granted to them in writing or electronically (the proxy should present a printout of the proxy documents).

Representatives of legal persons or organizational units without legal personality should additionally present current excerpts from relevant registries specifying the persons authorised to represent those entities.

In case of documents drafted in a foreign language, such documents should be accompanied by their Polish sworn translation.

5. The option and method of participation in the General Meeting of BNP Paribas Bank Polska S.A. with the use of means of electronic communication. Information on the method of speaking in the General Meeting with use of means of electronic communication.

The Bank allows for the option to participate in the EGM with the use of means of electronic communication. The rules and conditions of participation in the EGM with the use of means of electronic communication as well as the method of speaking and performing the right to vote are specified in the Regulations of participation in the General Meeting of BNP Paribas Bank Polska S.A. with utilisation of means of electronic communication adopted by the Supervisory Board of the Bank and attached hereto.

Shareholders should send the relevant statements and the documents listed in the Regulations to the Bank to the email address: walne.zgromadzenie@bnpparibas.pl no later than 6 days before the EGM date, i.e, by 28 December 2021 at 10:00 am.

Such form of EGM participation will be possible via the connection sent to the shareholder by the Bank, along with the Instruction, following a positive verification of the shareholder's authorization on 30 December 2021 at the latest. Tests for shareholders who expressed a wish to participate in the EGM with use of means of electronic communication will take place on 3 January 2022 at a time indicated in the Instruction.

In order to participate remotely in the General Meeting with use of means of electronic communication, one should have the use of:

- a) synchronous internet connection with a bandwidth of not less than 4 Mbps (stable bandwidth when using the platform) - higher bandwidth recommended,
- b) a computer which allows to play the sound and receive video, with Windows 10 or macOS operating system and one of the following browsers installed: the newest version of Firefox, Chrome or Safari (all browsers are available to download from the internet free of charge). The Internet Explorer browser is not recommended. JavaScript must be enabled in the browser (it is a default setting in the browsers).

Lower bandwidth or an older browser version may make communication with the General Meeting room difficult or impossible and may cause delays or make it impossible to vote.

While using the platform, the user should not launch other applications which would cause a significant strain on the computer and the connection used by the platform.

6. Method of exercising the voting right by correspondence

The Bank does not provide for an option to exercise the voting right by correspondence.

7. Shareholder's right to ask questions related to issues on the agenda of the general meeting

During the General Meeting, a Shareholder has the right to ask questions and request information related to the Company. The Management Board is obliged to provide the

requested information to the Shareholder if it is justified for assessment of an issue included in the agenda. The Management Board shall refuse to provide information if it could cause harm to the Company, an affiliated company or a subsidiary, in particular by disclosing technical, trade or organizational secrets of the enterprise. A Board Member may also refuse to provide information, if providing such information might constitute a base for their criminal, civil law or administrative liability. A response shall be considered provided if relevant information is available on the Company website in the space provided for asking and responding to Shareholders' questions: at the website: <https://www.bnpparibas.pl/investor-relations> in section "General Meeting/ Extraordinary General Meeting – 4 January 2022".

For important reasons, the Management Board may provide information in writing outside the General Meeting. The Management Board is obliged to provide information within the deadline of two weeks from the request during the General Meeting.

8. Registration Day

Registration Day for attendance at the General Meeting is 17 December 2021.

9. Right to participate in the General Meeting

Persons who are shareholders of the Company on the day sixteen (16) days prior to the General Meeting (registration day for the General Meeting) are entitled to participate in the General Meeting. Pledgees and users, entitled to a voting right, have the right to participate in the General Meeting if granting of the limited property right in their favour is registered in the securities account on the registration day for the General Meeting.

In the case of shareholders entitled to participate in the General Meeting by virtue of shares and pledgees and users with a voting right, dematerialized as bearers, the persons entitled to participate in the General Meeting are the ones who apply to the entity maintaining securities account for a personal certificate of entitlement to attend the General Meeting not earlier than after the announcement of the convention of the Extraordinary General Meeting and not later than on 18 December 2021, and the entity maintaining the securities account issues the personal certificate of entitlement to attend the General Meeting.

The Company determines the list of shareholders, pledgees and users with a voting right entitled to participate in the General Meeting based on the list received from the National Depository for Securities.

According to Article 407 of the Code of Commercial Companies and Partnerships, the list of shareholders entitled to participate in the Extraordinary General Meeting will be freely available for inspection on 30-31 December 2021 and on 3 January 2022, between 8.00 a.m. and 4.00 p.m. at the registered office of the Company, 11 floor, room 11004. A shareholder may request the list of shareholders entitled to attend the General Meeting to be sent free of charge to the address given by the shareholder.

10. Making documentation available

Pursuant to Article 402³ of the Code of Commercial Companies and Partnerships, information and documentation relating to the EGM will be available from the Bank's website <https://www.bnpparibas.pl/investor-relations> in the section "General Meeting/Extraordinary General Meeting - 4 January 2022" starting from the date of convention of the EGM.

11. Website address

The Company will provide access to all information regarding the General Meeting on the Company's website at <https://www.bnpparibas.pl/investor-relations> in section "General Meeting/ Extraordinary General Meeting – 4 January 2022".

In the case of any questions or doubts related to the participation in the General Meeting, please contact the Company by email at: walne.zgromadzenie@bnpparibas.pl.

12. Other information

The proceedings of the General Meeting are conducted in Polish. Participation of an English translator is ensured.

In matters not covered by this announcement, the provisions of the Bank's Articles of Association, the provisions of the Code of Commercial Companies and other generally applicable law provisions shall apply.

The Management Board informs you that the proceedings of the General Meeting will be webcast in real time by the company UNICOMP-WZA Sp. z o.o.

The real-time webcast of the meeting will be available at:

<https://www.bnpparibas.pl/investor-relations> in section "General Meeting/ Extraordinary General Meeting – 4 January 2022".

In order to access the real-time webcast of the General Meeting, you should have equipment that meets the following technical requirements:

- a) internet connection with a bandwidth of not less than 1 MB p/s (synchronous),
- b) a computer operating in the Internet environment of the quality and performance accepted by the user, and with the following web browsers installed in the latest version: Internet Explorer, Mozilla Firefox, Opera.

The Bank hereby presents the text of the proposed amendments to the Articles of Association of BNP Paribas Bank Polska Spółka Akcyjna:

1. The existing text of § 6a shall be marked as para. 1 and the following new para. 2 shall be added:

“The Bank has the right to provide to its affiliated entities or its parent entity services related to use of the Bank’s systems, infrastructure and information technology, including data processing services, ICT security services, services securing data processing, software and IT infrastructure maintenance services and advisory services in the above scope.”

2. The existing § 20 para. 1 item 1) section b) shall read as follows:

“appointment and dismissal of members of the Bank’s Management Board and approval of internal division of responsibilities between the members of the Management Board,”

3. The existing § 21 para. 1 shall read as follows:

“The Bank’s Management Board consists of four to nine members. The members of the Bank’s Management Board are appointed for a common term of three years.”

4. The existing § 21 para. 3 shall read as follows:

“Members of the Bank’s Management Board should possess knowledge, skills and experience adequate to the functions they perform and the duties entrusted to them and offer a guarantee of due performance of those duties”.

5. The existing § 26 para. 1 and 2 shall read as follows:

“1. The declarations of will on behalf of the Bank are submitted by:

- 1) *two members of the Management Board acting jointly or one member of the Management Board together with the commercial representative or proxy acting within the power of attorney granted,*
- 2) *two commercial representatives acting jointly,*
- 3) *proxies acting jointly or alone within the powers of attorney granted.*

2. Commercial representation granted in the Bank is a joint commercial representation authorising to act jointly with another commercial representative or a member of the Management Board.”

6. The existing § 33 para. 1 item 5) shall read as follows:

“Circular letters of the Bank’s executive and managing directors and other persons in posts equivalent to managing directors,”

7. The existing § 33 para. 1 item 9) shall read as follows:

“Internal regulations of areas (if the President of the Bank’s Management Board makes such a decision and if the area is managed by an executive director) / lines/ other organisational forms equivalent to lines / basic organisational sections of the Bank’s Head Office / issued by the supervising members of the Management Board/executive directors.”

8. The existing § 33 para. 2 item 5) shall read as follows:

“executive directors and managing directors and other persons in posts equivalent to managing directors of the Bank and the director of the Brokerage House - with respect to the subordinated organisational sections, units or other organisational forms, including also the issuance of the models of official letters and forms, and official instructions,”

Information about personal data processing

1. The personal data controller of shareholders and their representatives is BNP Paribas Bank Polska S.A. based in Warsaw Kasprzaka 2, 01-211 Warszawa, registered with the District Court for the capital city of Warsaw in Warsaw, XIII Commercial Division of the National Court Register, under KRS number: 0000011571 and VAT PL: 5261008546 (NIP), holding paid-up share capital in the amount as at 09/12/2021 of PLN 147,518,782 (the “Bank”).

2. The Bank shall process the personal data of the Shareholder and their representatives in order to fulfil its obligations arising from the generally binding law (obligations related to

organization and holding of the General Meeting of Shareholders) and the legally justified interests of the Bank (for evidence purposes - to secure information in case of a legal need to present facts). Provision of personal data is necessary for participation in the General Meeting of Shareholders.

3. The Bank shall receive the following data of Shareholders entitled under bearer's shares from the entity keeping the depository for securities (Krajowy Depozyt Papierów Wartościowych S.A.): name and surname or company name, registered office (place of residence), number, type and code of shares registered in order to participate in the General Meeting of Shareholders - pursuant to the provisions of the Code of Commercial Companies and Partnerships and provisions regulating trade of financial instruments.

4. The Bank shall process the personal data of Shareholders and their representatives for the period necessary to perform the obligations arising from the generally binding law or realization of the legally justified interests of the Bank and the period relevant for statute of limitations of potential claims.

5. Shareholders and their representatives: 1/ have the right to access and clarify their data and to transfer it; and 2/ may demand its deletion, limitation or object to its processing.

6. The position of the personal data officer is held by an employee of the Bank who may be contacted at: iodo@bnpparibas.pl.

7. The personal data protection supervisory body is the President of the Personal Data Protection Office, with whom a Shareholder or their representatives may file complaints.

8. Data, including personal data, of Shareholders and their representatives may be disclosed to entities whom the Bank entrusts with data processing for realization of agreements for performance of services to the Bank and recipients authorized to receive data under the law.