

Justification for the draft resolution on the distribution of the profit of BNP Paribas Bank Polska Spółka Akcyjna and payment of a dividend for the financial year 2024

The passing of a resolution on profit distribution falls within the competence of the Ordinary General Meeting, pursuant to Article 395 § 2 point 2 of the Commercial Companies and Partnerships Code. The Management Board's justification for the proposed profit distribution is presented as an attachment to the OGM's draft resolution on that matter.

In accordance with the recommendations of the Polish Financial Supervision Authority the Bank meets the requirements of the dividend policy regarding the payment of a dividend of up to 75% of the net profit for the financial year 2024.

The Management Board requests that the profit be distributed as follows:

- 1) PLN 1,162,334,504.88 will be distributed as a dividend. (PLN 7.86 gross per share).
The proposed level of the dividend complies with the dividend policy declared by the Management Board and the Supervisory Board which provides for stable dividend payments in the long term while following the principle of prudent management of the Bank and making distributions from the Bank's profit to the shareholders in the long term in the amount of the portion of capital exceeding the minimum capital adequacy ratios, resulting from generally applicable legislation and regulatory requirements, as well as the dividend payment criteria related to the size of the portfolio of foreign currency housing loans specified in the PFSA's position on the dividend policy in 2025 of 10 December 2024.
- 2) a part of the net profit for 2024 of PLN 658,463,417.38 will be allocated to the reserve capital.
- 3) the remaining part of the net profit for 2024 of PLN 500,000,000.00 will remain undistributed and in part (PLN -400,785,678.54) will cover the costs of implementation of the International Financial Reporting Standard 9 (IFRS 9) Financial instruments.

The Supervisory Board issued its positive opinion on the motion of the Management Board in Resolution No. 06/2025 dated 12 March 2025.