



BNP PARIBAS

# REPORT OF THE SUPERVISORY BOARD

OF BNP PARIBAS BANK POLSKA S.A.



for the year ended 31 December 2025

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The Supervisory Board of BNP Paribas Bank Polska S.A. presents this Report pursuant to Article 382 para. 3 and 3[1] of the Code of Commercial Companies and Partnerships, § 72 para. 1 items 7, 8, 16 and 73, para. 1 items 6, 8, 14 of the Ordinance of the Minister of Finance dated 06 June 2025 regarding the current and periodic information disclosed by issuers of securities and the provisions of the Articles of Association of BNP Paribas Bank Polska S.A. ("the Bank's Articles of Association"), the By-laws of the Supervisory Board of BNP Paribas Bank Polska S.A. ("the By-laws of the Supervisory Board"), Best Practice of WSE Listed Companies, the Corporate Governance Principles for Supervised Institutions ("the Corporate Governance Principles") adopted by Resolution No. 218/2014 of the Polish Financial Supervision Authority of 22 July 2014 and Recommendation Z of the Polish Financial Supervision Authority concerning internal governance rules in banks ("the Z Recommendation").

## 1. COMPOSITION OF THE SUPERVISORY BOARD OF BNP PARIBAS BANK POLSKA S.A. IN 2025.

The Supervisory Board is appointed by the General Meeting for a joint five-year term of office. The term of office of the Supervisory Board serving its mandate in 2025 began on 24 March 2021. The Supervisory Board is composed of twelve members. In 2025, at least a half of the Supervisory Board members had knowledge of the banking market in Poland, i.e. they have a good command of Polish and the relevant experience on the Polish market.

Table 1 Composition of the Supervisory Board as at 31/12/2025 along with the information on the independence of its members

No.	First name and surname	Function held in the Supervisory Board of the Bank
1.	Lucyna Stańczak-Wuczyńska	Chairwoman Independent Member
2.	François Benaroya	Vice-Chairman
3.	Jean-Charles Aranda	Member
4.	Małgorzata Chruściak	Independent Member
5.	Sophie Heller	Member
6.	Monika Kaczorek	Independent Member
7.	Bożena Leśniewska	Independent Member
8.	Vincent Metz	Member
9.	Piotr Mietkowski	Member
10.	Khatleen Pauwels	Member
11.	Jacques Rinino	Independent Member
12.	Mariusz Warych	Member

Changes in the composition of the Bank's Supervisory Board between 1 January and 31 December 2025:

- On 15 April 2025 the Ordinary General Meeting of the Bank appointed Ms Bożena Leśniewska to the Bank's Supervisory Board as an independent member, effective 15 April 2025 until the end of the current five-year joint term of office of the Members of the Supervisory Board,
- On 28 April 2025, Mr Mariusz Warych tendered his resignation as Chair of the Audit Committee effective 28 June 2025,
- On 6 May 2025, Mr Francois Benaroya submitted his resignation from the Audit Committee effective 28 June 2025.
- On 7 May 2025, the Supervisory Board appointed Ms Monika Kaczorek to chair the Audit Committee and Mr Jacques Rinino to serve on the Audit Committee effective 28 June 2025.

Pursuant to the Bank's Policy on the Assessment of Suitability of Members of the Supervisory Board of BNP Paribas Bank Polska S.A., based on the guidelines of the European Banking Authority of 2 July 2021 on the assessment of the suitability of members of the management body and key function holders (EBA/GL/2021/06) and the Polish Financial Supervision Authority's Methodology for assessing the suitability of members of bodies of supervised entities (published on 27 January 2020 and updated on 8 August 2023) as well as the Banking Law and other legal acts regulating the aforementioned issues, in 2025 members of the Supervisory Board were subject to individual suitability assessment (initial and periodic) and collective suitability assessment of the Supervisory Board as a whole. The individual and collective suitability assessments are performed at least once a year and in situations specified in the Policy on the Assessment of Suitability of Members of the Supervisory Board of BNP Paribas Bank Polska S.A., followed by the Bank, including but not limited to putting forward candidates for Supervisory Board members (before appointment to the function), in the event of changes to the composition of the Supervisory Board or a material change in the Bank's business model. The Nomination Committee conducts an assessment of the individual and collective suitability of the Supervisory Board, and the results of the suitability assessment are presented by the Supervisory Board to the General Meeting. In 2025, Members of the Supervisory Board presented diverse expertise, high levels of qualification, competence and professional experience. They ensured an appropriate level of collective supervision of all areas of the Bank's operations and guaranteed a broad and comprehensive representation of views in evaluating the work of the Bank's Management Board and the Bank's operations. At the same time, it should be noted with regard to the composition of the Supervisory Board that women's participation as at 31 December 2025 was at 50%.

## 2. INDEPENDENCE OF THE SUPERVISORY BOARD MEMBERS

There are five independent members of the Supervisory Board:

Table 2 Supervisory Board Members who meet the independence criteria as at 31/12/2025

First name and surname	Function held in the Supervisory Board of the Bank
Lucyna Stańczak-Wuczyńska	Chairwoman of the Supervisory Board, Chairwoman of the Nomination Committee, Chairwoman of the Remuneration Committee
Małgorzata Chruściak	Member of the Supervisory Board
Monika Kaczorek	Member of the Supervisory Board, Chairwoman of the Audit Committee
Bożena Leśniewska	Member of the Supervisory Board
Jacques Rinino	Member of the Supervisory Board, Chairman of the Risk Committee

According to the Articles of Association of the Bank, at least two members should be independent. As at 31 December 2025, Ms Lucyna Stańczak-Wuczyńska, Ms Małgorzata Chruściak, Ms Monika Kaczorek, Ms Bożena Leśniewska and Mr Jacques Rinino met the criteria concerning independent members of the Supervisory Board set forth in Article 16 para. 4 of the Articles of Association of the Bank.

In addition, the aforementioned members of the Supervisory Board had no actual or material connections with a shareholder holding at least 5% of the total number of votes in a company and they fulfilled the

independence criteria set forth in Article 129 of the Act of 11 May 2017 on Statutory Auditors, Audit Firms and Public Supervision..

### 3. ACTIVITIES OF THE SUPERVISORY BOARD IN 2025

The year 2025 was marked by intensive Board activity amid significant uncertainty stemming from both the tense geopolitical environment and the chaotic trade policies pursued by the new U.S. presidential administration. Poland's economy was also affected by the prolonged downturn in Germany, our principal trading partner, throughout much of the year. In addition, deflationary imports from China reduced the prices of marketed production, thereby lowering revenues across many industries. Despite these challenges, 2025 proved to be a successful year for the Polish economy. According to preliminary data from Statistics Poland, GDP growth accelerated to 3.6%, up from 3.0% in 2024, supported by gradually strengthening investments (increasing by more than 4%), solid consumption, and improved performance among exporters beginning in the third quarter. Inflation declined over the course of the year, falling from 4.9% year-on-year in January to 2.4% year-on-year in December. The easing of price pressures enabled the Monetary Policy Council to resume interest rate cuts in May. The main reference rate was reduced from 5.75% to 4.00% by December 2025. The gradual economic recovery and more accommodative monetary policy contributed to increased demand for both household and corporate credit. Soaring corporate investment, inflows of EU funds potentially exceeding €40 billion this year, and an improving economic outlook in Germany indicate that GDP growth is likely to accelerate further in 2026. At the same time, inflation remaining below target should create room for additional interest rate cuts, although the monetary easing cycle appears to be approaching its conclusion.

In the opinion of the Supervisory Board, the Bank had successfully adapted its operations to the rapidly changing environment. In its work, the Supervisory Board was guided by concern for the proper and safe operation of the Bank, acting in accordance with the tenets of utmost care and objective judgement of the actions of the Management Board. The Supervisory Board fulfilled its duties arising from the applicable laws and the Bank's Articles of Association. These duties were defined in the "General Plan of Work for the Supervisory Board and its Committees in 2025". In addition, the Supervisory Board was updated on a regular basis on the most crucial events and decisions of the Management Board. Consequently, the Supervisory Board had adequate knowledge regarding the Bank's standing, the macroeconomic situation and the market environment, as well as the Bank's position versus its competitors in the banking sector. This allowed the Supervisory Board to assess the manner in which these factors affected the achievement of the objectives assumed by the Bank and its financial performance.

In 2025, the Supervisory Board exercised continuous oversight over the Bank's operations in all aspects of its business. Acting pursuant to the provisions of the Banking Law, Code of Commercial Companies and Partnerships, Articles of Association of the Bank, By-laws of the Supervisory Board and other applicable legal regulations, the Supervisory Board prepared and presented to the Ordinary General Meeting the Report of the Supervisory Board for 2024 that included, i.a. assessments of the following documents:

- Financial Statements of BNP Paribas Bank Polska S.A. for the year 2024;
- Motion of the Management Board on the profit distribution for the financial year 2024;
- BNP Paribas Bank Polska S.A. Group Consolidated Financial Statements for the year 2024;
- Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2024 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2024 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2024).



In addition to an assessment of the adequacy and effectiveness of the internal control system, the Supervisory Board evaluated the risk management system, compliance and the internal audit function. The Supervisory Board also made an assessment of the cooperation of the Management Board with the Supervisory Board in 2024, application of corporate governance principles, the functioning of the remuneration policy and policy on diversity as regards the election of members of the Bank's Management Board or Supervisory Board, as well as the rationality of the sponsorship policy and charitable policy pursued by the Bank.

The Supervisory Board's resolutions are effectively passed when all members of the Supervisory Board have been notified of the meetings, and the meeting is attended by at least a half of the Supervisory Board members, including its Chairperson or Deputy Chairperson. The Supervisory Board's resolutions are passed by a simple majority of votes in an open voting. The Chairperson of the Supervisory Board orders a secret ballot at the request of a member of the Supervisory Board. The Supervisory Board may also pass written resolutions, without holding a meeting or by direct long-distance communication means, including but not limited to the telephone, audiovisual or electronic communication means. In 2025, all the resolutions of the Supervisory Board were effectively passed.

The Members of the Bank's Supervisory Board dedicated sufficient time to perform their duties on the Supervisory Board in 2025. In 2025, the Supervisory Board held 19 meetings, including 15 according to the written procedure. It adopted a total of 85 resolutions. The attendance rate of the Supervisory Board Members stood at 96.4%.

Table 3. The activity of the individual Supervisory Board members in 2025

Lucyna Stańczak-Wuczyńska	Francois Benaroya	Khatleen Pauwels	Małgorzata Chruściak	Bożenas Leśniewska	Vincent Metz
19/19	19/19	19/19	18/19	13/14	19/19
Piotr Mietkowski	Mariusz Warych	Monika Kaczorek	Jean-Charles Aranda	Sophie Heller	Jacques Rinino
18/19	19/19	19/19	18/19	16/19	18/19

\* meeting attendance / number of meetings

While discharging its duties, the Supervisory Board:

- assessed the following documents: Financial Statements of BNP Paribas Bank Polska S.A. for the year 2024, motion of the Management Board on the profit distribution for the financial year 2024, BNP Paribas Bank Polska S.A. Group Consolidated Financial Statements for the year 2024, Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2024 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2024 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2024),
- provided the General Meeting with the Report of the Supervisory Board for 2024,
- performed a self-assessment of the adequacy of the internal regulations governing the activities of the Supervisory Board, and a self-assessment of the effectiveness of its activities and submitted it to the General Meeting,

- passed resolution on the assessment of the adequacy of internal regulations regarding the functioning of the Management Board and the effectiveness of the Bank's Management Board,
- discussed the Bank's interim financial statements and results of each business line,
- discussed various aspects of operations of specific Areas of the Bank, including business lines,
- familiarised itself with the information on technology resilience of the Bank,
- accepted the Report on the implementation of the Bank Development Strategy in 2024,
- received updates on current situation regarding the CHF mortgage portfolio,
- reviewed the Annual Risk Management Report for 2024,
- passed resolution on approval of the categorization of irregularities identified in the internal control system and criteria of assessment of the adequacy and effectiveness of the internal control system in BNP Paribas Bank Polska S.A.,
- passed resolutions on:
  - assessment of the Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2024 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2024 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2024),
  - assessment of the Separate Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2024,
  - assessment of the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2024,
- passed resolution on the position concerning allocation of BNP Paribas Bank Polska S.A. net profit for the financial year 2024 and dividend payment,
- passed resolution on the assessment of the adequacy of internal regulations regarding the functioning of the Management Board and the effectiveness of the Bank's Management Board, and a resolution on the Supervisory Board self-assessment of the adequacy of internal regulations regarding the functioning of the Supervisory Board and the effectiveness of the Bank's Supervisory Board,
- passed resolutions on assessment of individual and collective suitability of members of the Management Board, on suitability assessment of the candidate for a member of the Supervisory Board and collective suitability assessment of members of the Supervisory Board of BNP Paribas Bank Polska S.A.,
- passed resolution on an individual and additional collective suitability assessment of the Audit Committee,
- passed resolution on the consent to appoint the Candidate for the position of Managing Director of the Internal Audit Line,
- Furthermore, the Supervisory Board passed resolutions on variable and fixed remuneration of the Management Board Members, collective periodical suitability assessment of the Supervisory Board Members and of the Management Board Members, assessment of the level of target realisation by the Members of the Management Board in 2024, and approval of the individual Key Performance Indicators (KPI) for the Management Board Members to achieve in 2025.
- passed resolution on the adoption of the updated BNP Paribas Group Code of Conduct,
- passed resolution on the approval of the updated "Risk Appetite at BNP Paribas Bank Polska S.A.",
- passed resolution on approval of the updated "BNP Paribas Bank Polska S.A. Recovery Plan",
- passed resolutions on the approval of the "Information policy of BNP Paribas Bank Polska S.A. regarding capital adequacy" and on the approval of the Capital adequacy information of the BNP Paribas Bank Polska SA Group (disclosures),
- passed resolution regarding the "Conflict of Interest Management Policy at the BNP Paribas Bank Polska S.A.",
- passed resolution on granting consent to the issuance of capital bonds by BNP Paribas Bank Polska S.A.,
- passed resolution on the approval of "BNP Paribas Bank Polska S.A. Capital Contingency Plan",

- passed resolution on the approval of the “BNP Paribas Bank Polska S.A. Capital Plan for 2026-2030”,
- passed resolution on the approval of the “Strategy of Internal Audit Line for the years 2025-2027 at BNP Paribas Bank Polska S.A.”,
- passed resolution on the adoption of the Strategy of the Bank and Capital Group of BNP Paribas Bank Polska S.A. for 2026-2030,
- passed resolution on the approval of “Strategy for operational risk and internal control management in the BNP Paribas Bank Polska S.A.”,
- passed resolution on the approval of the Internal Audit Plan for 2026,
- passed resolution on the approval of “Internal Audit Charter of BNP Paribas Bank Polska S.A.”,
- passed resolutions on issuing the opinion on amendments to the Articles of Association and on approval of the consolidated text of the Articles of Association,
- received Information on the Bank’s transformation process,
- received information on the risk related to unauthorised transactions,
- received Information on the current situation regarding the works on the change of the reference benchmark,
- reviewed loan processes and effectiveness-focused projects,
- approved periodic reports on the implementation of the Bancassurance Policy in BNP Paribas Bank Polska S.A. and the the results of control on implementation of the Accounting Policy in that area,
- received updates on the topics discussed during the meetings of the Audit Committee, Risk Committee as well as Remuneration Committee and Nomination Committee,
- reviewed the annual reports on activity of the Compliance Line and Internal Audit Line,
- discussed reports on the claims, complaints and pending applications at BNP Paribas Bank Polska S.A. in 2025 and reviewed significant complaints or disputed matters in Customer relations,
- received the “Information on results of 2024 BCP/DRP tests and Plan of 2025 BCP/DRP tests”,
- passed resolutions on amendments to the By-laws of the Supervisory Board, of the Management Board and Committees of the Supervisory Board of the Bank,
- passed resolution on the approval of the Report on remuneration of the Management Board members and of the Supervisory Boards members of BNP Paribas Bank Polska S.A for 2024,
- passed resolutions on the changes of the „Remuneration policy for employees of BNP Paribas Bank Polska S.A.” and on the assessment of the functioning of remuneration policy at BNP Paribas Bank Polska S.A.,
- passed resolution on the determination of the terms and conditions of issuance of series A6 subscription warrants issued pursuant to Resolution No. 5 of the Extraordinary General Meeting of BNP Paribas Bank Polska S.A. of 31 January 2020 (as amended) and determination of the terms and conditions of issuance of series B3 subscription warrants issued pursuant to Resolution No. 39 of the Ordinary General Meeting of BNP Paribas Bank Polska S.A. of 27 June 2022,
- passed resolution on the approval of the “Policy on selecting the audit firm at BNP Paribas Bank Polska S.A.” and the “Procedure for selecting the audit firm at BNP Paribas Bank Polska S.A.”,
- passed resolution regarding the appointment of an audit firm to perform limited assurance of the consolidated Sustainability Report 2025,
- passed resolution on approval of successors for positions of Management Board Member and resolution on appointment of the Vice President of the Management Board of BNP Paribas Bank Polska S.A.,
- familiarised itself with the Information on employment and remuneration in 2024,
- passed resolutions on the appointment of the Members of the Committees of the Supervisory Board,
- received information on the implementation of the ESG strategy that is transversally built into the Bank’s activities.

## 4. COMMITTEES OF THE SUPERVISORY BOARD

The Supervisory Board has established internal committees, composed of the members of the Supervisory Board. In 2025, the Committees exercised consultative and advisory functions for the Supervisory Board, facilitating its work. To this end, the Committees formulated, on a working basis, opinions, recommendations and decisions proposals regarding motions submitted to the Supervisory Board. The scope of duties and manner of operation of the committees are defined by the by-laws implemented by the Supervisory Board by a resolution.

Committees of the Bank's Supervisory Board:

- Audit Committee
- Risk Committee
- Remuneration Committee
- Nomination Committee

Table 4. Composition of the Supervisory Board and its committees as at 31/12/2025

No.	First name and surname	Function held in the Supervisory Board	COMMITTEES OF THE SUPERVISORY BOARD			
			Audit Committee	Risk Committee	Remuneration Committee	Nomination Committee
1.	Lucyna Stańczak-Wuczyńska	Chairwoman Independent Member	Member	Member	Chairwoman	Chairwoman
2.	Francois Benaroya	Vice-Chairman		Member	Member	Member
3.	Jean-Charles Aranda	Member	Member			
4.	Małgorzata Chruściak	Independent Member		Member	Member	Member
5.	Sophie Heller	Member				
6.	Monika Kaczorek	Independent Member	Chairwoman			
7.	Bożena Leśniewska	Independent Member				
8.	Vincent Metz	Member				
9.	Piotr Mietkowski	Member				
10.	Khatleen Pauwels	Member				
11.	Jacques Rinino	Independent Member	Member	Chairman		
12.	Mariusz Warych	Member	Member	Member		

### 4.1. AUDIT COMMITTEE

The Committee consists of five members, three of whom are independent members of the Supervisory Board. They meet the independence criteria referred to in the Act on Statutory Auditors, Auditor Firms and Public Supervision.

#### Composition of the Audit Committee

The composition of the Audit Committee as at 31 December 2025 was as follows:

- Monika Kaczorek – Chairwoman of the Committee (independent member)
- Lucyna Stańczak-Wuczyńska - Member of the Committee (independent member)
- Jacques Rinino – Member of the Committee (independent member)
- Mariusz Warych - Member of the Committee
- Jean-Charles Aranda - Member of the Committee

All Audit Committee members had adequate knowledge, competences and years of experience in finance and accounting:

- Mariusz Warych – competences in the area of accounting, financial audit and internal audit, attested by the CIA (Certified Internal Auditor) certification. A participant of the ACCA Coursework Programme. Years of experience as an independent member on supervisory boards and audit committees (JSW, Selena FM, Ukrsibbank Ukraine). External Auditor at Ernst & Young auditing banks in Poland, the UK, Canada and the US. He evaluated the functioning of the audit committees. The Chairman of Chief Audit Executive Club in Poland. He built his knowledge and experience as the Chief Financial Officer at Citi Group (leasing companies), and regional coordinator at KBC Group overseeing the operations of KBC Group in Poland.
- Lucyna Stańczak-Wuczyńska holds a degree in economics and has 30 years of experience in banking and finance which she gathered while working in the banking sector, commercial banking and EBRD. She held multiple functions in the corporate governance area; she was a member of supervisory boards (or an observer) and a member of the audit and risk committees (in Alior Bank, among others). She gathered her knowledge and experience in the sector by managing for many years (as the head of EU Banks Team with EBRD London) a (debt and equity) portfolio of a significant group of banks in 12 European Union countries, in Central and Southern Europe. In 2025, Ms Lucyna Stańczak-Wuczynska joined the Partner Council PWC CEE as an independent non-executive director.
- Monika Kaczorek - Chairwoman of the Audit Committee, a member of the Committee since 15 July 2024, is a graduate of the Applied Linguistics at the Warsaw University. She qualified as a statutory auditor in 2001. She has many years of experience in auditing separate and consolidated financial statements, coordinating assurance and advisory services, supervising international strategic projects such as mergers, acquisitions, due diligence, IPO processes, gained, among others, through her work for international audit and advisory network of Mazars Group. She also was a Partner and Vice-President of the Board of Mazars Audyt. She served on the National Council of Statutory Auditors and she was also the Vice President of the National Council of Statutory Auditors She is a member of the Council of the Reporting Standards Foundation of the Association of Listed Companies and a member of the jury of the "Best Annual Report" competition.
- Jacques Rinino - a graduate of the Paris University – Pantheon Sorbonne, with a Master's degree in economy, joined the BNP Paribas Group in 1976. For the majority of his career, he has held multiple managerial positions in the Group's global structures, among others, he was the Head of the Commercial Banking Group and Private Banking Group of Greater China Paribas Hong Kong Branch, Head of Risk for Corporate Branch activities for Europe-Mediterranean-Middle East-Africa in the BNP Paribas Head Office, Head of Risk of BNP Paribas IRB, in charge of risk for retail banking in Europe-Mediterranean and retail banking in the US (Bank of the West – First Hawaiian Bank). He supervised the risk in leasing (BNP Paribas Leasing Solutions), ARVAL and BNP Paribas Personal Finance and was the member of the Global Risk Management EXCO. He has long-standing experience as a member of Supervisory Boards, Audit and Risk Committees of subsidiaries in the BNP Paribas Group global structure.

- Jean-Charles Aranda - holds a degree in economics with a specialisation in Internal Audit and Management Control. A Chartered Accountant. He built his experience at KPMG in Paris as a manager responsible for banking financial audit. For many years he served as Head of Mission at the BNP Paribas Inspection Générale's Central Accounting Team where he set up a new audit team dedicated to financial audits. CFO and COO of BNP Paribas El Djazaïr in Algeria. He joined BNP Paribas Bank Polska S.A. in 2017, initially as Executive Director of the Management Accounting and Capital Management Division and then as Vice-President of the Management Board responsible for the Finance Area. He also served as Vice-Chairman of the Supervisory Board of BNP Paribas TFI S.A. Currently CFO of Europe-Mediterranean at BNP Paribas.

Detailed information on the education background and professional experience of the Committee members is presented in the section "Supervisory Board" and at the Bank's website: <https://www.bnpparibas.pl/o-banku/rada>

Meetings of the Audit Committee were also attended by regular participants, including:

- Member of the Management Board supervising the Finance Area,
- Member of the Management Board supervising the Risk Area,
- Managing Director of the Internal Audit Line,
- Managing Director of the Compliance Line.

### Meetings of the Audit Committee

The Audit Committee meetings are held at least four times a year or more frequently, as needed in view of the tasks performed, including a meeting before each publication of the Bank's financial results and reports.

The Audit Committee held twelve meetings in 2025, including six according to the written procedure. The Committee deliberated, among others, on the following issues at its meetings:

- Financial Statements for 2024,
- Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2024 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2024 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2024),
- quarterly and interim financial statements for the year 2025,
- Information on capital adequacy of BNP Paribas Bank Polska S.A. Group,
- provision of additional services by the audit firm,
- plan of audits of financial statements,
- actions plans of the Internal Audit Line and Compliance Line,
- annual and periodic reports on the activity of the Internal Audit Line and Compliance Line,
- annual report on the assessment of the adequacy and effectiveness of the internal control system,
- periodic reports on the status of monitored post-control recommendations and implementation of the PFSA recommendations,
- SREP results,
- annual and quarterly reports on the claims, complaints and pending applications at the Bank,

- report on adherence to ethics principles and results of the review of cases of violation of internal regulations or applicable law by employees or organizational units of the company,
- information on the Bank's compliance with "Best Practice for WSE Listed Companies 2021" and "Principles of Corporate Governance for the Supervised Institutions" in 2024,
- Information on financial information communication in 2024,
- annual reports on the functioning of the system of supervision over the compliance of activities performed by the Brokerage House and by the Custody Services Department with the law,
- results of the review of the accounting and reporting process and review of the management accounting system,
- annual report on the Audit Committee activity for the Supervisory Board.

Furthermore, the Committee carried out a periodic assessment of the activity of the external auditor. The Committee discussed and verified the updated regulations on accounting, audit and compliance and recommended that the Supervisory Board adopt them.

In 2025, all members of the Audit Committee took an active part in the Committee meetings and showed high commitment to the proper performance of their duties. The overall attendance rate of the Committee Members stood at 100%. The number and the duration of the meetings, as well as the access to the resources were sufficient to enable the Audit Committee full performance of its duties.

### Supervision exercised by the Audit Committee over selection of an audit firm

The Audit Committee oversees the activity of the external auditor. The Committee gives recommendations to the Supervisory Board regarding the selection, or resignation from the services, of the entity authorised to audit financial statements. It also monitors compliance with the auditor's independence and objectivity principles and as well as the principles of information exchange. Furthermore, the Committee carries out a periodic assessment of the operations of the external auditor.

The Supervisory Board operates on the basis of documents prepared by the Audit Committee:

- "Policy on selecting the audit firm at BNP Paribas Bank Polska S.A.",
- "Policy on the provision by the audit firm performing statutory audit of financial statements or attestation of sustainability reporting, by related entities of this audit firm, and members of the audit firm network of permitted services on behalf of BNP Paribas Bank Polska S.A."

These documents set out the rules to ensure that the selection of the audit firm is carried out correctly and in accordance with the applicable laws.

As a result of the auditor selection process started in 2023, the audit firm Ernst & Young Audyt Polska spółka z ograniczoną odpowiedzialnością sp.k. was selected by means of a resolution of the Supervisory Board of 15 September 2023 to review and audit the 2024-2025 financial statements of the Bank and the Group, including packages. In 2025, the audit firm Ernst & Young Audyt Polska, which is authorised to audit and review the separate financial statements of BNP Paribas Bank Polska S.A. and the consolidated financial statements of the BNP Paribas Bank Polska S.A. Group, including the reporting packages for 2024, provided to the Bank an additional permitted service, i.e. attestation service to the "Report on Remuneration of Members of the Supervisory Board and Members of the Management Board for 2024.

The audit firm Ernst & Young Audyty Polska, which is authorised to audit and review the separate financial statements of BNP Paribas Bank Polska S.A. and the consolidated financial statements of the BNP Paribas Bank Polska S.A. Group, including the reporting packages, has provided services for the Bank since 2024.

In December 2025, the Supervisory Board passed a resolution regarding the re-appointment of the audit firm (Ernst & Young Audyty Polska Spółka z ograniczoną odpowiedzialnością sp. k.) and extension of its contract to review and audit the financial statements of the Bank and Bank Group and to provide assurance on the 2026-2029 sustainability reporting of the Bank Group.

## 4.2. RISK COMMITTEE

The Risk Committee supports the Supervisory Board in performance of its supervisory duties pertaining to the risk management. The Risk Committee provided its opinion on the overall, current and future risk appetite of the Bank. The Risk Committee gave its opinion on the risk management strategy of the Bank and on the Management Board's submissions regarding the execution of that strategy. Together with the Supervisory Board, the Risk Committee oversaw the implementation of the risk management strategy by senior management. The Risk Committee also verified whether or not the prices of liabilities and assets offered to Customers fully reflected the Bank's business model and its risk strategy.

Every year the Risk Committee submits to the Supervisory Board an annual report on its activity.

### Composition of the Risk Committee

Composition of the Risk Committee as at 31 December 2025:

- Jacques Rinino – Chairman of the Committee (independent member)
- François Benaroya – Member of the Committee
- Małgorzata Chruściak – Member of the Committee (independent member),
- Lucyna Stańczak-Wuczyńska - Member of the Committee (independent member)
- Mariusz Warych - Member of the Committee

Since 1 January 2024 Mr Jacques Rinino has been chairing the works of the Risk Committee. Three Members of the Risk Committee, including the Committee Chairman, meet the independence criteria set forth in the "Act on Statutory Auditors, Audit Firms and Public Supervision".

### Meetings of the Risk Committee

The Risk Committee meets at least four times a year. The meeting dates are set by the Committee chair. In 2025, the Risk Committee held 4 meetings, including one according to the written procedure. During its meetings the Risk Committee discussed periodic reports on the following issues:

- credit risk,
- integrated risk,
- market risk and liquidity risk, recovery plan indicators, risk appetite indicators, risk of investments undertaken under the Investment Strategy, ESG risk,
- operational risk, internal control and fraud prevention,
- ALMT risk,

- legal risk,
- current situation regarding the CHF mortgage loans portfolio.

In addition, the Committee issued opinions and recommended that the Supervisory Board pass resolutions regarding, i.a.:

- risk appetite of BNP Paribas Bank Polska S.A.,
- BNP Paribas Bank Polska S.A. Capital Plan for 2026-2030,
- Capital Contingency Plan of BNP Paribas Bank Polska S.A.,
- Policy on Capital Management at BNP Paribas Bank Polska S.A.,
- strategy for operational risk and internal control management in BNP Paribas Bank Polska S.A.,
- amended By-laws of the Risk Committee,
- Recovery Plan of BNP Paribas Bank Polska S.A.,
- Risk Management Strategy at BNP Paribas Bank Polska S.A.,
- Policy on internal capital adequacy assessment process in BNP Paribas Bank Polska S.A.
- Information about the implementation of the policy regarding the management of retail exposures to the extent required by the PFSA Recommendation T,
- Information on implementation of the policy related to the management of mortgage-secured exposures to the extent required by PFSA Recommendation S,
- Information about the implementation of the policy regarding the concentration risk management to the extent required by the PFSA Recommendation C,
- Report on the review of Bank's internal capital adequacy assessment process (ICAAP),
- Report on the review of the internal liquidity adequacy assessment process (ILAAP),
- Information on model risk management effectiveness,
- Review of the Operational Risk Strategy in 2025 and assumptions for the Operational Risk Strategy for 2026,
- Revision of the stress test program methodology and Report on the results of stress tests,
- Review of the Policy for management of non-performing exposures and its requirements,
- Pricing policy monitoring,
- Information on the assessment of outsourcing agreements.

At the same time, the Committee discussed the following issues:

- Geopolitical risk - ECB supervisory priorities,
- Information on the results of the PFSA inspection regarding concentration risk and unauthorized transactions: recommendations, action plan, impact on SREP,
- Results of the review of tariff impact (direct and indirect) on the portfolio,
- Information on the share of production of mortgages with DTI higher than 35%, both at granting and at a certain point during the lifetime of the loan,
- Progress of actions related to the decarbonization strategy and data collection, and targets for the reduction of the emissivity, The analysis of 2-3 other banks in respect to the GHG emissions and GAR in comparison to the Bank,
- Updates on the reference benchmark reform,
- Information on NBI of investments of the Capital Investment Bureau,
- Information on status and plan of actions related to the poor quality of data,
- Information on reporting on data leakage to the Supervisory Board,
- RWA on CTB and securities portfolio.

In 2025, in its deliberations, the Committee focused in particular on the following issues:

- legal risk arising from court cases related to loans in foreign currencies/loans denominated in CHF, depositary activity of the Bank, as well as the sanction of free loan and WIBOR,
- situation related to the CHF mortgage portfolio and progress in concluding voluntary settlements,
- risk related to unauthorised transactions,
- ESG risk and issues related to the decarbonisation strategy and reduction of the emissivity of the Bank's portfolio,
- concentration risk
- impact of the CRR3 Directive framework on the Bank, capital requirements and RWA.

The number of Committee Members attending the meetings of the Risk Committee ensured the correct course of all Committee meetings in 2025. The attendance rate was 100 %.

### 4.3. REMUNERATION COMMITTEE

The Remuneration Committee supports the Supervisory Board in its supervisory duties in the area of human resources management. The Committee monitors and supervises key processes, in particular those relating to the HR policy, professional development of employees and the remuneration policy. The competencies of the Committee include among others: analysing the performance of the Management Board members and presenting to the Supervisory Board proposals of recommendations in this respect as well as recommending to the Supervisory Board the key performance indicators for the Management Board members. Furthermore, the Committee gives opinions on and monitors succession plans for key positions in the Bank; the Committee also monitors the level and structure of remuneration of key function holders at the Bank. Each year, the Committee provides the Supervisory Board with annual information on the employment and remuneration structure in the Bank, as well as an annual report on its activities.

#### Composition of the Remuneration Committee

The Remuneration Committee supports the Supervisory Board in its supervisory duties in the area of human resources management. The Committee monitors and supervises key processes, in particular those relating to the HR policy and the remuneration policy. The competencies of the Committee include among others: analysing the performance of the Management Board members and presenting to the Supervisory Board proposals of recommendations in this respect as well as recommending to the Supervisory Board the key performance indicators for the Management Board members. Furthermore, the Committee gives opinions on and monitors succession plans for key positions in the Bank; the Committee also monitors the level and structure of remuneration of key function holders at the Bank. Each year, the Committee provides the Supervisory Board with annual information on the employment and remuneration structure in the Bank, as well as an annual report on its activities.

The composition of the Remuneration Committee as at 31 December 2025 was as follows:

- Lucyna Stańczak-Wuczyńska - Chairwoman (independent member),
- François Benaroya – Member of the Committee,
- Małgorzata Chruściak– Member of the Committee (independent member),.

Two Members, including the Chairwoman, meet the independence criteria defined in the Act on Statutory Auditors, Audit Firms and Public Supervision.

#### Meetings of the Remuneration Committee

The Remuneration Committee meets at least twice a year or as frequently as required for the Committee to fulfil its tasks and mission effectively. The meeting dates are set by the Committee chair. In 2025, the Remuneration Committee held eight meetings, including one according to the written procedure. During the Committee meetings, the Committee:

- discussed annual targets of the Management Board Members Bank and evaluation of target realisation,
- discussed remuneration conditions and variable remuneration of the Members of the Management Board and directors managing the compliance area and internal audit area,
- discussed the report on employment and remuneration at the Bank in 2024,
- issued a recommendation regarding the change of the remuneration conditions for the Member of the Management Board,
- issued an opinion on the Report on remuneration of the Members of the Management Board and Supervisory Board of BNP Paribas Bank Polska S.A. for the year 2024,
- issued an opinion on the evaluation of the application of the Remuneration Policy at the Bank,
- issued an opinion on the pricing terms applicable to credit products for selected Members of the Management Board,
- issued an opinion on changes to the By-laws of the Remuneration Committee,
- discussed the Report on remuneration of members of the Management Board and Supervisory Board of BNP Paribas Bank Polska S.A. for 2024.
- prepared and discussed the Annual summary report on the Remuneration Committee activity for the Supervisory Board,
- issued an opinion on the proposed changes to the Remuneration policy for employees of BNP Paribas Bank Polska S.A.,
- discussed the terms and conditions of issuance of series A6 subscription warrants pursuant to resolution No. 5 of the Extraordinary General Meeting of BNP Paribas Bank Polska S.A. dated 31 January 2020 (as amended) and the terms and conditions of issuance of series B3 subscription warrants pursuant to resolution No. 39 of the Ordinary General Meeting of BNP Paribas Bank Polska S.A. dated 27 June 2022.

The number of Committee Members attending the meetings of the Remuneration Committee ensured the correct course of all Committee meetings in 2025. The attendance rate was 100%.

## 4.4. NOMINATION COMMITTEE

The Committee comprises at least three members appointed from among the Supervisory Board Members. The Nomination Committee members must have the relevant knowledge, competences and experience to be able to properly assess the composition of the Management Board and Supervisory Board and the candidates recommended for the Management Board and Supervisory Board. As part of the suitability assessment, which is carried out regularly once a year or whenever any circumstances have occurred that raise a need for an assessment, knowledge, skills and professional experience (i.a., with regard to the ESG risk management) are assessed. The detailed criteria matrix is enclosed to the *Policy on the assessment of suitability of members of the Supervisory Board of BNP Paribas Bank Polska S.A.*

Composition of the Nomination Committee as at 31 December 2025:

- Lucyna Stańczak-Wuczyńska - Chairwoman of the Committee (independent member),
- François Benaroya – Member of the Committee,
- Małgorzata Chruściak– Member of the Committee (independent member).

As at 31 December 2025, two Members, including the Chairwoman, met the independence criteria defined in the Act on Statutory Auditors, Audit Firms and Public Supervision.

### Meetings of the Nomination Committee

The Committee meetings take place as frequently as required for the Committee to fulfil its mission effectively, but not less frequently than twice a year. The meeting dates are set by the chair of the Nomination Committee. In 2025, the Nomination Committee held eight meetings, including four according to the written procedure.

During its meetings, the Committee:

- performed the periodic assessment of the individual and collective suitability of the Members of the Supervisory Board and Management Board, confirmed the positive assessment of the individual suitability and collective suitability of the Members of the Management Board and Supervisory Board,
- performed an assessment of the individual suitability of a candidate for the member of the Supervisory Board of BNP Paribas Bank Polska S.A. and additional collective suitability assessment of the Supervisory Board of the Bank in a new composition,
- carried out an assessment of the individual suitability of candidates for the members of the Committees of the Supervisory Board and additional assessment of collective suitability of specific Committees,
- prepared and discussed the Annual summary report on the Nomination Committee activity for the Supervisory Board.
- conducted individual and collective periodical suitability assessment of the Members of the Management Board of BNP Paribas Bank Polska S.A. and individual and collective periodical suitability assessment of the Supervisory Board Members of BNP Paribas Bank Polska S.A.,
- carried out an individual suitability assessment of the candidate for the Vice President of the Management Board and an additional collective suitability assessment of the Management Board of BNP Paribas Bank Polska S.A.,
- issued an opinion regarding the appointment of a candidate for Internal Audit Line Managing Director,
- issued an opinion on granting a vote of acceptance to the Members of the Management Board for the fulfilment of their duties in the year ended 31 December 2024.

The number of Committee Members attending the meetings of the Nomination Committee ensured the correct course of all Committee meetings in 2025. The attendance rate was 100%.

## 5. SELF-ASSESSMENT OF THE SUPERVISORY BOARD'S WORK IN 2025

Having performed a thorough analysis, the Supervisory Board of BNP Paribas Bank Polska S.A. has assessed that in 2025 continuous oversight over the Bank's activity in all areas was duly, reliably and exhaustively exercised, pursuant to the applicable law and the Bank's Articles of Association. It is the view of the Supervisory Board that it has fulfilled its duties diligently and effectively, and its composition has guaranteed a high level of qualifications, competence and extensive professional experience as well as knowledge of the Polish financial market, thus ensuring an appropriate level of collective supervision over all areas of the Bank's operations. Concurrently, in the opinion of the Supervisory Board, the professional experience and diversified competences of the members of the Supervisory Board enabled them to examine the topics in a thorough manner and provide opinions thereon, and to express a wide range of views while assessing the work of the Management Board and the functioning of the Bank. In 2025, the Members of the Supervisory Board actively participated in the Board's and committees' meetings and showed commitment to duly perform their duties; their discussions covered the current situation of the Bank, the market changes as well as best practices and standards followed by listed companies.

The number and duration of the meetings, paired with the access to resources, proved sufficient for the Supervisory Board and enabled it to fully meet its obligations, whereas the documents prepared for the Supervisory Board contained important information and were provided for the meetings sufficiently in advance.

The Supervisory Board has concluded that the financial statements, in all material aspects, have been prepared:

- in accordance with the International Financial Reporting Standards approved by the European Union,
- based on properly maintained accounting records,
- in accordance with the provisions of the law governing preparation of the financial statements and provisions of the Bank's Articles of Association affecting the form and content of the financial statements,
- in accordance with the "Corporate Governance Principles for Supervised Institutions" issued by the Polish Financial Supervision Authority,
- in accordance with the "Good Practices for Companies listed at Warsaw Stock Exchange in 2021",
- within the deadline set by law

and give a fair and clear view of all information material for the evaluation of the financial result of business activities as well as the economic and financial position of the Bank and BNP Paribas Bank Polska S.A Group.

## 6. ASSESSMENTS MADE BY THE SUPERVISORY BOARD IN CONNECTION WITH THE BANK'S ACTIVITY IN 2025

### 6.1. ASSESSMENT OF THE FINANCIAL STATEMENTS OF BNP PARIBAS BANK POLSKA S.A. FOR 2025, THE MOTION OF THE MANAGEMENT BOARD ON THE DISTRIBUTION OF PROFIT FOR THE FINANCIAL YEAR 2025, CONSOLIDATED FINANCIAL STATEMENTS OF BNP PARIBAS BANK POLSKA S.A. GROUP FOR 2025, THE REPORT OF THE MANAGEMENT BOARD ON THE ACTIVITIES OF THE BNP PARIBAS BANK POLSKA S.A. GROUP IN 2025 (INCLUDING THE REPORT OF THE MANAGEMENT BOARD ON THE ACTIVITIES OF BNP PARIBAS BANK POLSKA S.A. IN 2025 AND BNP PARIBAS BANK POLSKA S.A. GROUP SUSTAINABILITY REPORT IN 2025).

#### 6.1.1 ASSESSMENT OF THE FINANCIAL STATEMENTS OF BNP PARIBAS BANK POLSKA S.A. FOR 2025

Pursuant to Article 382 § 3 of the Code of Commercial Companies and Partnerships and § 20 para. 1 item 2) letter a) of the Articles of Association of the Bank, the Supervisory Board of BNP Paribas Bank Polska S.A. conducted an assessment of the Separate Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025, the Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2025 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2025), and the motion of the Management Board on distribution of profit for the financial year 2025.

The assessment covered in particular:

1. Separate financial statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025 comprising:
  - a) separate statement of profit or loss for the period from 01 January 2025 to 31 December 2025 showing net profit of PLN 3,012,194,743.91 (three billion twelve million one hundred ninety-four thousand seven hundred forty-three zloty and ninety-one grosz),
  - b) separate statement of other comprehensive income for the period from 01 January 2025 to 31 December 2025 with a total comprehensive income of PLN 3,369,278 thousand (three billion three hundred sixty-nine million two hundred seventy-eight thousand zloty),
  - c) separate statement of the financial position prepared as at 31 December 2025 showing total assets of PLN 176,310,134 thousand (one hundred seventy-six billion three hundred and ten million one hundred thirty-four thousand zloty),
  - d) separate statement of changes in equity for the period from 01 January 2025 to 31 December 2025 showing an increase in equity by PLN 2,158,721 thousand (two billion one hundred fifty-eight million seven hundred twenty-one thousand zloty),
 separate statement of cash flows for the period from 01 January 2025 to 31 December 2025 showing an increase in net cash inflow by PLN 3,019,450 thousand (three billion nineteen million four hundred fifty thousand zloty)
 

and
2. Explanatory information to the Separate Financial Statements.
3. The Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2025 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2025).
4. Motion of the Management Board on the profit distribution for the year ended 31 December 2025.
5. Report of the independent statutory auditor on the audit of the Separate Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025.

Based on the assessment of the Separate Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025, the Supervisory Board has concluded that the financial statements, in all material aspects, have been prepared:

- a) in accordance with the International Financial Reporting Standards approved by the European Union,
- b) based on properly maintained accounting records,
- c) in accordance with the provisions of the law governing preparation of the financial statements and provisions of the Bank's Articles of Association affecting the form and content of the financial statements,
- d) within the deadline set by law

and reliably and clearly present all information relevant for the assessment of the financial result on the business activity for the period from 01 January 2025 to 31 December 2025, as well as the economic and financial position of BNP Paribas Bank Polska S.A. as at 31 December 2025.

### Assessment made by the Supervisory Board

Following careful examination of the Separate Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025 prepared by the Management Board, and the Report of the independent statutory auditor on audit of the Separate Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025, the Supervisory Board decides to give a positive opinion regarding the Separate

Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025, and recommend its approval to the Ordinary General Meeting.

## 6.1.2. ASSESSMENT OF THE MOTION OF THE MANAGEMENT BOARD ON THE PROFIT DISTRIBUTION FOR THE FINANCIAL YEAR 2025

The Supervisory Board, acting pursuant to § 20 para. 1, item 2) letter a) of the Bank's Articles of Association, hereby positively assesses the Management Board's motion on the net profit distribution for the financial year 2025, under which with regard to the net profit for the financial year 2025 in the amount of PLN 3,012,194,743.91 (three billion twelve million one hundred ninety-four thousand seven hundred forty-three zloty and ninety-one grosz), it is resolved as follows:

- net profit in the amount the amount of PLN **1 509 082 880,40** [one billion five hundred nine million eighty-two thousand eight hundred eighty zlotys and forty groszy], for the dividend payment
- net profit the amount of PLN **1 503 111 863,51** [one billion five hundred three million one hundred eleven thousand eight hundred sixty-three zlotys fifty-one groszy] to reserve capital

The Supervisory Board of the Bank issued a positive opinion on the above referenced motion of the Management Board and resolved to recommend that the Ordinary General Meeting pass a resolution on distribution of the net profit of BNP Paribas Bank Polska S.A. for the year 2025 in the amount of PLN 3,012,194,743.91 as per the motion of the Management Board of the Bank.

## 6.1.3 ASSESSMENT OF THE CONSOLIDATED FINANCIAL STATEMENTS OF THE BANK'S GROUP IN 2025

Pursuant to § 20 para. 1 item 2) letter b) of the Articles of Association of the Bank, the Supervisory Board of BNP Paribas Bank Polska S.A. conducted an assessment of the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2025 and the Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2025 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2025).

The assessment covered in particular:

1. The BNP Paribas Bank Polska S.A. Group Consolidated Financial Statements for the year ended 31 December 2025, comprising:
  - a. consolidated statement of profit or loss for the period from 01 January 2025 to 31 December 2025 showing net profit of PLN 3,057,754 thousand (three billion fifty-seven million seven hundred fifty-four thousand zloty),
  - b. consolidated statement of other comprehensive income for the period from 01 January 2025 to 31 December 2025 with a total comprehensive income of PLN 3,414,803 thousand (three billion four hundred and fourteen million eight hundred and three thousand zloty),
  - c. consolidated statement of the financial position drawn up as at 31 December 2025 showing total assets of PLN 180,725,264 thousand (one hundred eighty billion seven hundred twenty-five million two hundred sixty-four thousand zloty),
  - d. consolidated statement of changes in equity for the period from 01 January 2025 to 31 December 2025 showing an increase in equity by PLN 2,204,252 thousand (two billion two hundred and four million two hundred fifty-two thousand zloty),

- e. consolidated statement of cash flows for the period from 01 January 2025 to 31 December 2025 showing an increase in net cash inflow by PLN 3,028,807 thousand (three billion twenty-eight million eight hundred and seven thousand zloty),

and

- 2. Explanatory information to the Consolidated Financial Statements.
- 3. The Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2025 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2025).
- 4. Report of the independent statutory auditor on the audit of the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2025.

As a result of the assessment of the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2025, the Supervisory Board has concluded that the financial statements, in all material aspects, have been prepared:

- a) in accordance with the International Financial Reporting Standards approved by the European Union,
- b) based on properly maintained accounting records,
- c) in accordance with the provisions of the law governing preparation of the financial statements and provisions of the Bank's Articles of Association affecting the form and content of the financial statements,
- d) within the deadline set by law

and reliably and clearly present all information relevant for the assessment of the financial result on the business activity for the period from 01 January 2025 to 31 December 2025, as well as the economic and financial position of the BNP Paribas Bank Polska S.A. Group as at 31 December 2025.

### Assessment made by the Supervisory Board

Following careful examination of the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2025 prepared by the Management Board, and the Report of the independent statutory auditor on the audit of the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2025, the Supervisory Board decides to give a positive opinion on the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2025, and recommend its approval to the Ordinary General Meeting.

## 6.1.4. ASSESSMENT OF THE REPORT OF THE MANAGEMENT BOARD ON ACTIVITIES OF BNP PARIBAS BANK POLSKA S.A. GROUP IN 2025 (INCLUDING THE REPORT OF THE MANAGEMENT BOARD ON THE ACTIVITIES OF BNP PARIBAS BANK POLSKA S.A. IN 2025 AND BNP PARIBAS BANK POLSKA S.A. GROUP SUSTAINABILITY REPORT IN 2025).

The Supervisory Board of BNP Paribas Bank Polska S.A., acting pursuant to Article 382 § 3 of the Code of Commercial Companies and Partnerships, in performance of its duties, following a thorough review of the Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2025 and the BNP Paribas Bank Polska S.A. Group Sustainability Report in 2025) ("the Report") concludes that this Report is factually correct, consistent with the books and documents, including information contained in the Separate

Financial Statements of BNP Paribas Bank Polska S.A. for the year ended 31 December 2025 and the Consolidated Financial Statements of the BNP Paribas Bank Polska S.A. Group for the year ended 31 December 2025.

The Supervisory Board finds that the Report includes material information on the financial and economic standing of the Bank and the Group, presents a fair view of the development and achievements of the Bank and the Group, including results achieved and a description of primary risks and threats.

The Report contains material information about the strategy, management, performance and prospects of the Bank, with due regard for the economic, social and environmental context, as well as non-financial aspects (ESG), including the Bank's impact on sustainable growth. The Report presents data for the period between 1 January and 31 December 2025 that pertain to the activities and financial performance related to sustainable growth of the BNP Paribas Bank Polska S.A. Group, including BNP Paribas Bank Polska S.A. as a parent entity and companies that were part of the BNP Paribas Bank Polska S.A. Group as at 31 December 2025. The Supervisory Board monitors the implementation of the sustainable growth strategy that is executed by the Management Board of the Bank as the main governing body of BNP Paribas Bank Polska S.A.

In addition, it covers actual and potential risks and opportunities that may significantly affect the operations and financial performance of the Bank and its Group.

In addition, the Supervisory Board confirms that the above-mentioned Report complies, in all material respects, with the requirements of Articles 49 and 55 para. 2a of the Accounting Act and of the Regulation of the Minister of Finance of 06 June 2025 on current and regular information provided by issuers of securities and on conditions for the recognition as equivalent of information required by the laws of a non-member state. Furthermore, the Report meets the requirements set for the information on sustainable growth of the BNP Paribas Bank Polska S.A. Group ("the Group"), in compliance with disclosure obligations arising from the amended Accounting Act (following the transposition of the Corporate Sustainability Reporting Directive (CSRD), Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022) and European Sustainability Reporting Standards (ESRS).

### Assessment made by the Supervisory Board

The Supervisory Board positively assessed the Report and recommends that the General Shareholders Meeting of BNP Paribas Bank Polska S.A. approve the Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2025 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2025).

## 6.2. ASSESSMENT OF THE COMPANY'S STANDING INCLUDING AN ASSESSMENT OF THE INTERNAL CONTROL, RISK MANAGEMENT AND COMPLIANCE SYSTEMS AND THE INTERNAL AUDIT FUNCTION;

### Assessment of the company's standing

The Supervisory Board reviewed the financial results and key performance indicators of the BNP Paribas Bank Polska S.A. Group, taking into account both external and internal factors.



In 2025, the BNP Paribas Bank Polska Group operated in an environment of global political and economic turbulence, with an evident instability of the geopolitical landscape shaped by the world's leading powers. Despite a weaker economy in Germany, Poland's key trading partner, the year 2025 brought a clear recovery in economic growth, rising investment levels, and improved consumer sentiment, supported in part by declining inflation. The banking sector can also regard 2025 as a highly successful year, particularly in terms of loan growth and profitability.

During the year, the Monetary Policy Council reduced interest rates by a total of 175 basis points, bringing the NBP reference rate down to 4.00%. According to the Supervisory Board, accelerating corporate investment and the inflow of EU funds indicate that GDP growth will continue to gain momentum in 2026. An improving economic environment combined with lower interest rates are expected to sustain strong demand for both household and corporate loans. This positions Poland among the fastest-growing economies in the European Union, driven by public investment and supported by EU funds, as well as robust domestic consumption.

At the same time, the Supervisory Board identifies several risks in banking operations, including persistently high market liquidity, the anticipated continuation of interest rate cuts, and gradual demographic changes that will intensify competitive pressures in the sector. Increasing regulatory expectations regarding business transparency and consumer protection will also remain a significant challenge for the sector.

The Supervisory Board has a positive view of the Bank's performance in 2025. The Bank achieved a historically high net profit, exceeding PLN 3 billion, supported by revenue growth, cost control, and a reduced impact of legal risks related to CHF mortgages. The quality of the loan portfolio remains very strong, as reflected in a low cost of risk.

These results stem from prudent decision-making and the consistent development of both retail and corporate product offers. In addition to the continuous growth of its core banking business in loans and deposits, the Bank has placed significant emphasis on the development of sustainable financing. As the Bank of Green Changes, BNP Paribas Bank Polska S.A. supports its clients in transitioning to a low-carbon economy and encourages responsible financial decision-making. The Bank is consistently executing its strategy of financing investments that have a positive social, economic, and environmental impact. In the past year, the Bank's efforts in this area were recognised by an ESG Star title in the Gwiazdy Bankowości (Banking Stars) ranking by Dziennik Gazety Prawnej and BCG.

In 2025, the Bank successfully concluded the implementation of the GOBeyond 2022–2025 Strategy across all four pillars. A very strong return on equity (ROE) enabled the Bank to exceed its strategic targets. The cost-to-income (C/I) ratio improved despite pressure on interest margins resulting from interest rate cuts, while the cost of risk remained stable at low levels. The Bank consistently met regulatory requirements, maintaining safe capital and liquidity ratios. Sustainable financing, one of the key sustainable growth objectives, significantly exceeded the targets set out in the existing Strategy, reaching PLN 13.6 billion by the end of 2025. At the same time, the Bank received a markedly improved SREP score from the Polish Financial Supervision Authority (KNF) compared to the previous year. Improvements were noted across multiple areas, reflecting the regulator's positive assessment of the Bank's actions and overall condition. The substantial improvement in the SREP score was driven by a range of factors, including new internal solutions, customer service, as well as process adaptation.

The Bank enters 2026 with a new five-year strategy, Accelerate 2030. The strategy has been very well received by the market, recognised for its modern approach, growth orientation, focus on enhancing the quality of banking services, delivering a strong and positive customer experience, advancing sustainability, and

maintaining cost discipline. It is built on acceleration, digital transformation, and the application of AI solutions across virtually all areas of the Bank's operations.

Throughout 2025, the Bank Group continued its focus on process transformation, optimisation and modernisation, leveraging AI and enhancing its digital capabilities, investing in innovation – all while keeping customer needs at the forefront. The Bank also continued to develop its cybersecurity capabilities, with a strong emphasis on education and awareness among both employees and customers. These efforts included numerous webinars, online courses, and internal training sessions aimed at enhancing security expertise across teams. The Bank's activities in this area were recognised with the Gold Cyber Security Shield award for exemplary standards in data protection and digital security.

The Bank's products continued to receive high ratings and numerous awards. The Bank benefits from 40 years of experience in serving affluent clients, its strong market positioning, and the best practices of the BNP Paribas Group, which is ranked No. 1 in Wealth Management in the eurozone.

The Bank follows the guiding principle of "People First: We Focus on People". In 2025, employee satisfaction, as measured by the eNPS, hit the 2025 strategic target with a score of 20 points. This is a particularly important metric, as the Bank believes it has an indirect impact on the quality of its products and customer service. Committed and effective employees, led by outstanding leaders and aligned with the organisation's corporate culture values, contribute to market success. Continuous development of leadership and future-oriented competencies enables employees to thrive and grow in a rapidly evolving digital environment. The Bank undertakes numerous initiatives to strengthen collaboration and support employees in achieving their full potential, while upholding diversity and equal opportunity. These efforts make a meaningful contribution to the organisation's success: innovation and reputation among stakeholders. All of the above, supported by effective and digitised HR processes, attractive employee benefits and development opportunities, presents a comprehensive picture of the Bank's organisation. Building an inclusive, value-based corporate culture is a key element of the Bank's sustainability and social responsibility strategy. In this context, the Bank undertakes a range of initiatives to strengthen collaboration and support employees in achieving their full potential, while upholding diversity and equal opportunity. These efforts make a meaningful contribution to the organisation's success: innovation and reputation among stakeholders. The Bank continues to expand its broad range of employee wellbeing programmes, supporting staff networks and promoting work-life balance. It actively fosters workplace diversity, accommodating the needs of employees with disabilities and neuroatypical individuals. For the fifth consecutive year, the Bank has been included in the Diversity IN Check list, recognising the most advanced employers in diversity and inclusion management in Poland. As part of its social commitment, the Bank has been a strategic partner of the Szlachetna Paczka (Noble Gift) initiative for eight years, supporting employees in their charitable engagement. Last year, the initiative provided Christmas assistance to 136 families. The Bank was named Top Employer for the twelfth consecutive year, achieving a score of 95.93%. This distinction confirms the appropriateness of the Bank's employer strategy and its genuine commitment to maintaining positive employee relations. In 2025, the Bank once again paid a dividend to its shareholders (50% of its 2024 profit), thereby successfully delivering on one of the key objectives of the GObeyond Strategy.

Other significant developments in 2025 include:

- the issuance of Tier II capital bonds;
- the issuance of Series M and Series N shares as part of a conditional share capital increase, resulting in an adjustment to the registered share capital of BNP Paribas Bank Polska S.A.;
- an upgrade by Fitch Ratings of the Bank's Viability Rating (VR) from 'bbb-' to 'bbb', while affirming the Long-Term Issuer Default Rating (LT IDR) at 'A+' with a negative outlook and the Shareholder Support

Rating (SSR) at 'a+'. The upgrade of the Viability Rating reflects a significant and sustained reduction in the legal risk associated with CHF mortgage loans, which no longer adversely affects the Bank's risk and profitability profile.

- Global Finance, an international financial magazine and portal, named BNP Paribas Bank the best bank in Poland for small and medium-sized enterprises.
- Once again, the Bank was the leader in the ESG Stars category in the prestigious "Stars of Banking" Gwiazdy Bankowości (Banking Stars) ranking by Dziennik Gazety Prawnej and Boston Consulting Group.
- Lucyna Stańczak-Wuczyńska, Chairwoman and independent member of the Bank's Supervisory Board, was recognised in the ESG Angels 2025 ranking prepared by My Company Polska, which presents 25 women leaders in sustainable business.
- In the WealthBriefing European Awards competition, BNP Paribas Wealth Management won in the Wealth Management Business category in the Central and Eastern European region.
- For the fifth consecutive year, BNP Paribas Wealth Management was also named the best private bank at the international Global Private Banking Innovation Awards. In its justification, the jury emphasised the pioneering approach of BNP Paribas Wealth Management in delivering superior services and tailored solutions, as well as its personalised client service model and strategic asset management and growth.
- In an annual report summarising various financial sectors published by Home&Market, the Bank was recognised in the "Credit Card" and "Private Banking" categories for offering the best financial products available on the market.
- In the 16th edition of the Złoty Bankier (Golden Banker) poll, the Bank won in the "Cash Loan" category and received the Golden Cyber Security Shield, a new award granted for exemplary standards in data protection and digital security.
- As part of the Paperless Hero competition, the Bank was awarded the Digital Transformation of the Decade title, recognising leaders of digital change. Meanwhile, the Bank's President, Przemek Gdański, was named Digital Evangelist.
- In the Bank Customer Satisfaction Ranking of the Rzeczpospolita magazine, the Bank ranked fourth, confirming the Bank's high level of customer satisfaction and unique commitment to customer experience.

### Assessment made by the Supervisory Board

The Supervisory Board has assessed the overall financial and economic position of BNP Paribas Bank Polska S.A. as stable. The Bank meets all requirements concerning operational security, capital adequacy, and liquidity, while ensuring the safety of customer funds. The Supervisory Board assesses the Bank's and the Group's financial performance in 2025 positively.

### Assessment of adequacy and effectiveness of the risk management system with regard to material risks for the Bank.

The risk management system is an integrated set of principles, mechanisms and tools (including, without limitation, policies and procedures) relating to risk processes. Risk management is a part of the overall Bank management system. In addition to regulatory requirements, the Bank takes into account the specific nature, scale and complexity of business activities and the associated risk. Main objectives of the risk management system:

- ensuring the early detection and adequate management of all material risks associated with the business activity,

- supporting the implementation of the business strategy through effective control of the level of risk and its maintenance in line with the assumed risk appetite,
- a reflection of the approach towards the risk and risk culture adopted by the Bank,
- the measurement or estimation and monitoring of risks, including the safeguarding against possible losses through appropriate control mechanisms,
- risk mitigation by defining a system of limits and the rules to be followed if those limits are exceeded,
- defining the organizational structure adjusted to the level and profile of the risk assumed.

The risk management system functioning at the Bank is organized based on the three independent lines of defence (as in the case of the internal control system), used to define the roles and scopes of responsibilities in order to achieve an effective oversight and organization of risk management at the Bank.

The above set-up is outlined in the part of the Report pertaining to the internal control system.

The key role in the risk management system of the Bank is played by the Management Board, which determines the risk management strategy, risk appetite and adopts risk management policies, as well as defines the limits for material risks and risk control procedures. The risk management rules are laid down in the Risk Management Strategy at BNP Paribas Bank Polska S.A. defined by the Bank's Management Board and approved by the Supervisory Board.

The set-up of the risk management system at the Bank mainly takes account of the role of the Supervisory Board, Management Board, dedicated committees (including the Audit Committee and Risk Committee of the Supervisory Board, Assets and Liabilities Committee (ALCO), Risk Management Committee, Credit Committee, New Products, Activities and Organizations and Exceptional Transaction Validation Committee, Internal Control Coordination Committee), Risk Area, Compliance Line, Legal Line and selected units of Finance Area.

The risk management system is subject to regular review. The Bank's Management Board, through dedicated committees, receives regular and comprehensive information on the Bank's exposure to material risks, including i.a. credit risk, operational risk, liquidity risk and funding risk, as well as market and interest rate risks. Appropriate Committees, within the remit of their competences, define measures to be taken in case the Bank assumes an excessive risk.

The Risk Committee and the Supervisory Board received regular updates on material risks in the Bank's operations and assessment of the Bank's exposure to material risks, presented in reports prepared by the relevant units of the Bank's Head Office.

The identification of risks and detailed description of material risks are presented in the Management Board's Report on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Management Board's Report on Activities of BNP Paribas Bank Polska S.A. in 2025).

The Supervisory Board assesses that the risk management system of the Bank fulfils the regulatory requirements, defined especially in the Regulation of the Minister of Finance, Funds and Regional Policy of 8 June 2021 on the Risk Management and Internal Control Systems, and Remuneration Policy in Banks. The Bank has a coherent and transparent framework for monitoring and reporting of the risk level including for the predefined levels. The Supervisory Board is regularly provided with reports presenting the assessment of the identified risk level and periodic updates on efficiency of the measures taken by the Management Board of the Bank.

Moreover, the material risks are managed adequately, in accordance with the principles adopted by the Bank. The risk management at the Bank has a comprehensive and consolidated nature, suitably adapted to the scale of the Bank's operations.

### Assessment of the internal control and compliance systems and the internal audit function.

The structure of the internal control system at the Bank complies with the requirements set forth in the Banking Law Act of 29 August 1997, the Regulation of the Minister of Finance, Funds and Regional Policy of 8 June 2021 on the Risk Management System and the Internal Control System, and the Remuneration Policy of Banks, and Recommendation H of the PFSA. The internal control system is a component of the Bank's management system.

The purpose of the internal control system is to ensure effective and efficient operations of the Bank, reliability of its financial reporting, conformity to the risk management principles in effect at the Bank and compliance of the Bank's operations with the applicable laws, internal regulations and market standards. In pursuing those objectives, the Bank identifies detailed objectives and describes their link with significant processes at the Bank, as well as designs, implements and applies control mechanisms to attain them. The application of control mechanisms is documented and independently monitored, and their adequacy and effectiveness is tested and assessed by the internal audit unit.

The principles regarding the internal control set-up and execution are formulated in the "Internal Control Policy at BNP Paribas Bank Polska S.A.", approved by the Bank's Management Board. This document describes the main principles, organizational framework and standards for the functioning of the internal control environment at the Bank, in line with the regulatory requirements mentioned above. Detailed internal regulations covering the respective areas of the Bank's operations are aligned with the particular characteristics of the Bank's operations. The relevant organizational units of the Bank, in accordance with their individual remits, are responsible for developing detailed internal control regulations.

The Bank's internal control system, as well as the risk management system, are based on the model of three independent lines of defence:

- **the first line of defence** are the business units that are responsible for the risk management in the Bank's operational activities, including compliance with control mechanisms,
- **the second line of defence** consists of the organizational units of the Risk Area which are responsible for managing specific risks, including measuring, monitoring, controlling and reporting risks, independently of the first line, the Second Line of Defence Finance Bureau of the Finance Area, the Legal Line, the Custody Inspector of the Custody Services Department, the Regulations and Controls Team of the Brokerage House and the Compliance Line,
- **the third line of defence** consists of the operations of the Internal Audit Line, which carries out assessments of the adequacy and effectiveness of the risk management system and internal control system in the Bank's operations.

The internal control system is aligned with the specific nature of the Bank's business operations, the level of complexity of the processes functioning at the Bank, as well as the risk of irregularities. It also factors in the resources of the Bank. The Supervisory Board of the Bank performs an annual review of the adequacy and effectiveness of the internal control system in accordance with the adopted criteria.

The Management Board of the Bank is responsible for the operation of an adequate and effective internal control system, ensures its operational continuity, ensures compliance of the Bank's operations with the

applicable laws and market standards, is responsible for efficient management of the compliance risk, as well as performs reviews of the Bank's procedures and ethical standards.

It is the view of the Supervisory Board that the Management Board implemented the necessary adjustments and improvements when there were changes to the level of risk to the Bank's operations, business environment factors, including legal and regulatory requirements, and took the relevant actions to remedy irregularities identified by the internal control system.

Furthermore, the Management Board ensured alignment of the organizational framework with the level and profile of the risks assumed by the Bank that enabled effective performance of tasks. In addition, it defined the operating principles for the organizational units involved in the management of the Bank, and was responsible for the development, implementation and update of written policies, strategies and procedures in this respect. The Management Board also ensured the independence of the Internal Audit Line and Compliance Line.

The Supervisory Board oversees the implementation and ensuring of the operation of an adequate and effective internal control system at the Bank and reviews its adequacy and effectiveness on an annual basis, including the control function, the compliance unit and the internal audit unit.

The Supervisory Board makes its assessment based on developed and approved review criteria, taking into account opinions of the Audit Committee and information from the Management Board, findings and opinions of the statutory auditor and regulatory bodies, key insights from the parent entity and subsidiaries, as well as periodic and annual reports of the Internal Audit Line and Compliance Line.

As part of the assessment of the internal control system, the Supervisory Board concludes that:

1. The Internal Audit Line is responsible for assessing the adequacy and effectiveness of the management system, in particular the risk management system and internal control system, by performing audits included in the audit process defined by the Bank. The scope of the Internal Audit Line activities encompasses all activities of the Bank and all its organizational units, including activities of separate organizational units and subsidiaries. The Audit Committee and the Supervisory Board received regular updates on the progress with the 2025 Audit Plan. The Internal Audit Line monitors, on an ongoing basis, the situation at the Bank and any changes as may occur in its environment, and, where needed, makes the necessary adjustments to the Audit Plan, which are then approved by the Supervisory Board. The Internal Audit Line prepared written reports on completed audit assignments. In justified cases, it recommended taking measures to remedy the weaknesses identified in the risk management system and internal control system. In addition, the Internal Audit Line verified the implementation of the audit follow-up recommendations and made decisions to close out those recommendations after analysing the evidence of their implementation.
2. The Compliance Line provides support to the Management Board and the Supervisory Board with respect to the management of the following types of risk:
  - 1) compliance risk,
  - 2) money laundering and sanction violation risk.

Responsibilities of the Compliance Line include: identification, assessment, control and monitoring of the risk of non-compliance of the Bank's operations with the law, internal regulations and market standards adopted by the Bank, including in respect of activities described in Article 70 para. 2 of the Act on Trading in Financial Instruments. Additionally, the Compliance Line, as part of its control function, ensures compliance in certain areas of the Bank's operations (e.g., financial security, customer protection, professional ethics, and market conduct). It also carries out independent testing of the adequacy and effectiveness of first-line defence, specifically horizontal testing of controls that ensure the Bank's

adherence to legal requirements, internal regulations, and market standards. The identification of the compliance risk relies, among others, on the analysis of changes in the regulatory environment of the Bank, assessment of key compliance risk factors, findings of the competent supervisory authorities and internal audit, monitoring results for key control mechanisms, results of the application of the compliance risk control mechanisms, such as the assessment of internal regulations, new products and banking services. The assessment of the compliance risk is comprehensive, performed for all processes at the Bank, and documented as a risk map. Outcomes of the Compliance Line activities, including information on results of monitoring of the Bank's compliance risk level and profile, are submitted to the Management Board of the Bank, Audit Committee and the Supervisory Board as reports on the activities of the Line.

3. A vital organisational component of the Bank's internal control system is the Operational Risk, Internal Control and Fraud Prevention Line, responsible for the identification, assessment, monitoring and reporting of the operational risk, for taking actions to prevent frauds against the Bank, and for monitoring the internal control environment through the supervision and coordination of the Bank's horizontal and vertical testing process. The Operational Risk, Internal Control and Fraud Prevention Line prepares quarterly summary reports on control plans and execution, and results of horizontal and vertical testing at the Bank's organizational units (network and Head Office units). The reports are submitted to the Management Board of the Bank.

The Operational Risk, Internal Control and Fraud Prevention Line annually reports on vertical testing of key control mechanisms, and on the progress status of remedial and disciplinary measures covering the identified significant and critical irregularities.

The Operational Risk, Internal Control and Fraud Prevention Line supports the Management Board and the Supervisory Board in identifying and assessing the following types of risk, in particular:

- 1) operational risk,
- 2) fraud risk,
- 3) personal data risk.

Within the internal control system, an important role is also played by the structure of independent, organisationally separate operational control functions. As part of the first line of defence, this structure is responsible for coordinating and regularly conducting horizontal testing in the Bank in areas critical from the perspective of identified risks.

The Supervisory Board positively assesses the organisation of the Bank's internal control system, which is structured around three lines of defence and operates in accordance with applicable laws and prudential recommendations, particularly Recommendation H of the Polish Financial Supervision Authority.

Based on the established criteria, the Supervisory Board has found the adequacy and effectiveness of the internal control system (including the control function, compliance function, and internal audit function) to be generally satisfactory. While certain gaps were identified, they do not threaten the Bank's stability and the achievement of the control system objectives is ensured to a generally satisfactory degree. All identified gaps were subject to relevant action plans, with their implementation status regularly reported to the Audit Committee. With respect to material deficiencies identified by the internal control system, the Audit Committee monitored the implementation of action plans.

Furthermore, the Supervisory Board positively assesses the Management Board's oversight of the implementation of internal audit recommendations and regulatory recommendations, as well as the Management Board's commitment to improving the Bank's operations based on the findings from the Supervisory Review and Evaluation Process carried out by the PFSA.

The Supervisory Board recognises the need for the Bank's Management Board to continue efforts to enhance and strengthen process owners' awareness of the importance of maintaining an adequate and effective internal control system. This includes the necessity of a proactive approach to risk management and internal control within the Bank's processes.

The Supervisory Board draws the Management Board's attention to the need to ensure the high quality and sustainability of solutions implemented in response to recommendations issued by supervisory authorities or internal control units. This includes appropriate preparation, monitoring, and assessment of the effectiveness of implemented changes, with a view to sustainably strengthening the internal control, risk management, and compliance systems.

The Supervisory Board also emphasises the importance of the Management Board's ongoing focus on improving processes related to data quality assurance, management of authorisation rights, sale of the Bank's products and services, provision of payment services, and safeguarding of legally-protected secrets.

Based on established criteria, the Supervisory Board assesses the effectiveness of the Compliance Line in 2025 as satisfactory.

In addition, the Supervisory Board asserts that the effectiveness of the management of the risk of non-compliance of the Bank's operations with legal regulations, internal regulations and market standards by the Management Board of the Bank is generally satisfactory.

Furthermore, the Supervisory Board assesses the adequacy and efficiency of the internal audit function as satisfactory. The Supervisory Board emphasised that the Internal Audit Line completed all audits planned for 2025 and achieved the assumed Key Performance Indicators (KPI) targets.

The Supervisory Board concludes that the adequacy of the Compliance Line and Internal Audit Line in 2025 was satisfactory. The Compliance Line and the Internal Audit Line have appropriate resources, expertise and experience necessary to perform their tasks and the mechanisms ensuring the independence of those functions operated efficiently and were not breached.

### 6.3. ASSESSMENT OF THE COOPERATION WITH THE MANAGEMENT BOARD OF THE BANK, EXECUTION OF DISCLOSURE OBLIGATIONS TOWARDS THE SUPERVISORY BOARD AND INFORMATION ON REMUNERATION OF THE INDEPENDENT ADVISOR IN 2025

The Supervisory Board reviewed its cooperation with the Management Board in 2025. It acknowledges the high quality, timeliness and substantive value of the information provided by the Management Board.

At the same time, the Supervisory Board expresses its appreciation to the Management Board for its active participation in Supervisory Board meetings, including the provision of relevant explanations during discussions and the reliability of the information presented.

In the Supervisory Board's opinion, the Management Board has duly fulfilled its obligations under Article 380<sup>1</sup> of the Code of Commercial Companies and Partnerships.

The Supervisory Board notes that the comprehensive and detailed information provided by the Bank's Management Board eliminated the need for additional analyses, reports, or clarifications under Article 382 § 4 of the Code of Commercial Companies and Partnerships.

Similarly, there was no identified need to engage an advisor, selected by the Supervisory Board based on the authorisation under Article 382<sup>1</sup> of Code of Commercial Companies and Partnerships. As a result, no remuneration was paid on that account in 2025.

## 6.4. ASSESSMENT OF THE ADEQUACY AND EFFECTIVENESS OF INTERNAL GOVERNANCE, TOGETHER WITH THE ASSESSMENT OF COMPLIANCE WITH THE PRINCIPLES OF CORPORATE GOVERNANCE AND FULFILMENT OF DISCLOSURE OBLIGATIONS

Acting on the basis of Recommendation Z of the Polish Financial Supervision Authority, the Supervisory Board assessed the adequacy and effectiveness of the internal governance arrangements in place at BNP Paribas Bank Polska S.A. The assessment was informed, amongst others, by:

- motions and information presented to the Supervisory Board or its committees by the Bank's Management Board,
- the results of the Supervisory Board's assessment of the internal control system, the risk management system and compliance with the principles of corporate governance and other market standards applied at the Bank,
- the Management Board's assessment of compliance with ethics and standards of conduct at BNP Paribas Bank Polska S.A.,
- Self-assessment by the Management Board of BNP Paribas Bank Polska S.A. regarding adequacy of internal regulations as they apply to the operation and effectiveness of the Management Board,
- Self-assessment by the Supervisory Board of BNP Paribas Bank Polska S.A. regarding adequacy of internal regulations as they apply to the operation and effectiveness of the Supervisory Board.

The Supervisory Board confirms that the Bank has in place legally compliant, transparent and effective internal governance arrangements that are set out in the Articles of Association and the hierarchical system of internal regulations. Internal regulations are complete, i.e. they regulate all legally required issues and are up-to-date, issued in accordance with applicable laws and the Bank's Internal Legislation Methodology.

The regulations are subject to periodic reviews whose purpose is to identify the necessity for update in line with amendments to the law, changes in the regulatory environment or Group standards, or for adjustment in line with current needs related to the operation of the Bank. The regulations adopted at the Bank are comprehensive, up-to-date and adequate. They enable the Management Board and Supervisory Board to operate effectively and efficiently.

Internal governance at the Bank consists of:

- bank management system,
- bank organisation,

- principles of operation, powers, duties and responsibilities, as well as mutual relations between the Supervisory Board, the Management Board and key function holders at the Bank.

The Bank's organisation is transparent and well-structured, reflecting the Bank's size and risk profile, and the nature and scale of its operations, and it ensures the achievement of business objectives set and appropriate response to changing external conditions or sudden and unexpected occurrences, including the ability to continue current business operations. It also enables effective flow and protection of information, as well as effective fulfilment of tasks by the Management Board of the Bank and the Supervisory Board.

The Bank's organisational structure is presented in the Organisational Regulations of BNP Paribas Bank Polska S.A. and the Organisational Regulations of the Head Office of BNP Paribas Bank Polska S.A.

The Supervisory Board of BNP Paribas Bank Polska S.A. exercises ongoing supervision over all areas of operation of BNP Paribas Bank Polska S.A., also bearing in mind the role of the Bank as a parent company in relation to its subsidiaries. The powers of the Supervisory Board are set forth in the Banking Law, the Code of Partnerships and Commercial Companies, as well as other provisions of the law and the Bank's Articles of Association. The Supervisory Board acts pursuant to the By-laws passed by the Board itself. The composition of the Bank's Supervisory Board and its committees is adequate in terms of the number of members and their conformity with the suitability criteria, both individually and as a whole body, which contributes to the effective exercise of ongoing supervision by the Supervisory Board.

The Management Board of the Bank manages the Bank's activities, including deciding how to perform tasks, controlling and supervising the process of their performance and analysing the outcomes. The scope of the Management Board's activities includes matters that do not fall within the competence of other statutory bodies of the Bank in accordance with the law or the Bank's Articles of Association. The division of Management Board tasks and responsibilities is governed by the internal regulation: Internal Division of Competence in the Management Board of BNP Paribas Bank Polska S.A.

The composition of the Bank's Management Board is adequate in terms of the number of members and their conformity with the suitability criteria, both individually and as a whole body, which contributes to the effective management of the Bank. Members of the Supervisory Board and the Management Board and key function holders at the Bank meet the condition of suitability, i.e. they have the knowledge, skills and experience necessary to perform their functions or fulfil their responsibilities, and ensure that those responsibilities are properly fulfilled.

The organisational structure of the Bank covers and reflects the entire scope of operation of the Bank and clearly identifies each key function with respect to both the division of tasks, powers, duties and responsibilities among the members of the Management Board of the Bank and the division of tasks, powers, duties and responsibilities among the organisational units, functions and positions. The risk of vacancies among the members of the Management Board and among persons responsible for carrying out critical tasks is mitigated (the Policy on the Appointment and Dismissal of Members of the Management Board and the Succession Planning Policy).

The process of organisational changes is described in the Rules of Procedure for Organisational Changes at BNP Paribas Bank Polska S.A. The organisational change solutions put in place at the Bank are driven by the Bank's strategy and serve as an important tool for achieving both business and financial goals, as well as other important objectives of the Bank's activity. In particular, organisational changes reflecting the simplification of the management structure make it possible to boost sales potential, streamline information flow, achieve stronger and more coherent management of processes and their quality, and contribute to increased employee involvement and development opportunities.

The Principles of Corporate Governance at companies where BNP Paribas Bank is a shareholder are in place at the Bank to ensure an effective supervision of the Bank's subsidiaries and affiliates.

The relationship between the Bank's Management Board and Supervisory Board is sound. The tasks of the Supervisory Board and the Management Board are coordinated, ensuring effective operation of both bodies with the aim of implementing the Bank's strategy and risk management strategy. The Management Board provides the Supervisory Board with all information, documents, reports or explanations regarding the Bank's operations and assets, as well as reports and clarifications regarding the Bank's subsidiaries and affiliates.

The Bank has in place the "Remuneration Policy for Persons Having a Material Impact on the Risk Profile of BNP Paribas Bank Polska S.A." and the "Regulations on the Allocation and Payment of Variable Remuneration Components to Members of the Management Board of BNP Paribas Bank Polska S.A." The remuneration arrangements set out in these documents ensure the application of transparent and objective principles of employment and remuneration and are conducive to prudent and stable management of the Bank.

The Bank has adopted the Code of Conduct of the BNP Paribas Group. It introduces the principles of ethics that define the norms and ethical standards of conduct for members of the Bank's bodies and employees, culture and respect for co-workers, as well as other persons through whom the Bank conducts its business. The policies adopted by the Bank reflect zero tolerance for dishonest or non-compliant behaviour and apply to all Bank employees. In addition, the Bank's regulations and procedures enable employees and other persons to report potential or actual violations, ensuring proper protection for whistleblowers and enabling the eradication of bad practices or improvement of the Bank's processes. An Ethics and Conduct Standards Committee has been established at the Bank and the Bank's Management Board carries out periodic assessments of compliance with ethics and standards of conduct, and reports the findings to the Supervisory Board. It is the view of the Supervisory Board that adherence to the principles of ethics and standards of conduct at BNP Paribas Bank Polska S.A. is generally satisfactory.

The Bank has regulations in place to manage conflicts of interest and anti-corruption issues, which are in line with the applicable laws (domestic and EU) and regulations of the Polish Financial Supervision Authority and the European Banking Authority. The disclosure regulations adopted by the Bank ensure that disclosures are up-to-date, reliable, useful and consistent over time, and that the information is given in an understandable and transparent manner.

The risk management system in place at the Bank, its organisation, powers and responsibilities, as well as the mutual relations between the Management Board and the Supervisory Board, provide a guarantee of effective and prudent management both at the Bank's and the Group's level; in particular, this ensures the reliability of financial reporting, adherence to the Bank's risk management principles and compliance of the Bank's operations with the applicable laws, internal regulations and market standards. The risk management system at the Bank takes full account of the nature of the Bank's risk exposure and covers all the material types of risk.

The Bank has implemented an Outsourcing Policy which sets out the rules applicable to BNP Paribas Bank Polska S.A. as regards entrusting other entities, including entities of the group of which the Bank is a member, with the performance of banking intermediation services, factual acts related to banking operations and acts related to participation in trading in financial instruments. The Policy complies with the law and the guidelines of the Polish Financial Supervision Authority and the European Banking Authority.

As far as the implementation of new products is concerned, the Bank operates pursuant to the Rules of Acceptance of New Products, Services, and Business, and Exceptional Transactions at BNP Paribas Bank Polska S.A. These rules set out:

- the manner and procedure of acceptance of new products, services and business and exceptional transactions at BNP Paribas Bank Polska S.A., taking into account the applicable rules in place at the BNP Paribas Group, the law in force in Poland, the rules of corporate social responsibility, sustainable development and personal data protection,

- the course of the various processes that must be carried out in order to gain approval for and launch a new product, service or business in the Bank's offer or to introduce significant changes regarding existing products or services,
- requirements to be fulfilled and the roles and responsibilities of the various participants in the approval process for exceptional transactions.

The Supervisory Board positively evaluates the internal governance arrangements implemented at the Bank.

#### **6.4.1. ASSESSMENT OF THE BANK'S COMPLIANCE WITH THE PRINCIPLES OF CORPORATE GOVERNANCE FOR THE SUPERVISED INSTITUTIONS OF 22 JULY 2014 ISSUED BY THE FINANCIAL SUPERVISION AUTHORITY**

The Bank abides by the "Corporate Governance Principles for Supervised Institutions" ("the Principles") issued by the Polish Financial Supervision Authority on 22 July 2014. The document outlines internal and external relations of supervised institutions, including relations with shareholders and Customers, their organisation, operation of internal control, key systems and internal functions, as well as statutory bodies and rules of their collaboration.

The "Corporate Governance Principles for Supervised Institutions", issued by the PFSA on 22 July 2014, were adopted by the Bank's Management Board and Supervisory Board in December 2014, and the General Meeting in February 2015.

The Bank's position regarding the application of the "Corporate Governance Principles for Supervised Institutions" was updated in 2022 and expressed in the Resolution of the Bank's Management Board dated 17 February 2022, and later confirmed by the Supervisory Board on 02 March 2022 and adopted by the General Meeting on 27 June 2022. It is posted on the Bank's website: <https://www.bnpparibas.pl/relacje-inwestorskie/lad-korporacyjny/zasady-ladu-korporacyjnego-knf>.

BNP Paribas Bank Polska S.A. represents that it has adopted and follows all the "Corporate Governance Principles for Supervised Institutions", issued by the Polish Financial Supervision Authority.

Pursuant to § 27 of the Principles, the adherence to "Corporate Governance Principles for Supervised Institutions" is subject to an annual review and assessment of the Supervisory Board, and the assessment result is included in this Report and made available on the Bank's website.

The Supervisory Board concludes that in the period covered by the report it has not identified any breaches of the "Corporate Governance Principles for Supervised Institutions" adhered to by the Bank; therefore, it confirms that the Bank and its bodies complied in 2025 with all the "Corporate Governance Principles for Supervised Institutions".

#### **6.4.2. ASSESSMENT OF THE BANK'S COMPLIANCE WITH THE DISCLOSURE OBLIGATIONS CONCERNING COMPLIANCE WITH THE CORPORATE GOVERNANCE PRINCIPLES SPECIFIED IN THE BEST PRACTICE OF COMPANIES LISTED ON WARSAW STOCK EXCHANGE 2021**

Since 1 July 2021, the Bank has been subject to corporate governance principles laid down in the "Best Practice of WSE Listed Companies 2021" which were enacted pursuant to Resolution No. 13/1834/2021 passed on 29 March 2021 by the Supervisory Board of Giełda Papierów Wartościowych w Warszawie S.A. The Bank's Management Board adopted the principles of corporate governance set out in the "Best Practice of WSE Listed Companies 2021" by way of Resolution 49/BZ/42/2021 of 30 July 2021.

Pursuant to §29(3) of the Rules of Giełda Papierów Wartościowych w Warszawie S.A.; and in keeping with the rules set out in the relevant resolutions of the WSE Management Board, the Bank is required to provide the Warsaw Stock Exchange, via the GPW Data Reporting Portal, with reports on the application of the corporate governance principles adopted by the WSE. In 2025, the Bank published one such statement summing up the adherence to the principles in 2024 (confirming 100% adherence).

The Bank carries out an annual review of the status of the application of the “Best Practice of WSE Listed Companies” and submits an update to the Supervisory Board to that effect (the information concerning 2025 was presented to the Supervisory Board during a meeting on 04 March 2026). Furthermore, as a listed company, the Bank is required to include a statement on the application of the corporate governance principles in its annual report, as per Article 72 para. 1 item 5 of the Regulation of the Minister of Finance of 10 June 2025 on current and periodic information disclosed by issuers of securities and on conditions for the recognition as equivalent of information required by the laws of a non-member state. The said statement includes an assessment of the application of the “set of corporate governance principles to which the issuer is subject” (PFSA principles) and the “set of corporate governance principles that the issuer chose to apply voluntarily” (Best Practice of WSE Listed Companies 2021). Being a part of the annual report, the statement is published on the Bank’s website, together with more detailed information on the application of both sets of corporate governance principles: <https://www.bnpparibas.pl/relacje-inwestorskie/lad-korporacyjny>.

Following the publication of the Annual Report, the Bank also publishes a report on the application of “Best Practice of WSE Listed Companies 2021” via the GPW Data system. All reports and historical information are posted on the Bank’s website at: <https://www.bnpparibas.pl/relacje-inwestorskie/lad-korporacyjny/dobre-praktyki-spolek-notowanych-na-gpw>.

During the reporting period, the Bank did not identify any breaches of the adopted Best Practice principles.

In implementing the Best Practice for WSE Listed Companies 2021, the Bank utilises multiple communication channels. The primary communication tool is the Bank’s website, specifically its investor relations section: <https://www.bnpparibas.pl/relacje-inwestorskie> (English version: <https://www.bnpparibas.pl/investor-relations>). Other key channels used for communication with analysts and investors include investor conferences (held, among others, following the publication of quarterly financial results and on specific topics), participation in capital market conferences, as well as one-on-one meetings and teleconferences. One of the most important goals enshrined in the information policy is to ensure equal access to information.

When decisions are made by the General Meeting, appropriate access to information is provided not only through the above tools but also via the publication of current reports and relevant documents on the Bank’s website. This includes draft resolutions and supporting materials for the General Meeting, particularly those not previously disclosed to the public (such as justifications for draft resolutions).

In the opinion of the Supervisory Board, the Bank Management Board duly fulfilled the disclosure duties arising from the principles set out in the “Best Practice for WSE Listed Companies 2021”, the duties arising from the WSE Rules and from regulations concerning the performance of disclosure duties by publicly listed companies.

## 6.5 ASSESSMENT OF THE RATIONALITY OF SPONSORSHIP, PHILANTHROPIC AND CSR ACTIVITY PURSUED BY THE COMPANY TOGETHER WITH ASSESSMENT OF THE ELIGIBILITY OF THE EXPENSES INCURRED FOR THIS PURPOSE

The Supervisory Board assessed the activities carried out in 2025 in the area of corporate social responsibility (CSR) and sustainable growth, which include sponsorship, charitable and socially-beneficial activities. Each of those activities derives from the decision made by the Bank Management Board, supported by an analysis of benefits for the Bank and its stakeholders; it is in accordance with the standards of corporate social responsibility (CSR) and sustainable growth, and accounts not only for the Bank's economic impact on its surroundings but also the environmental, social and governance (ESG) factors. That way the Bank ensures that its actions are credible, stable and transparent for all stakeholders.

In 2025, the Bank undertook targeted and effective actions in the area of CSR and sustainable growth, including charitable acts and sponsorship activities. The actions undertaken by the Bank illustrated its commitments: "The BNP Paribas brand is permanently tied with care about the environment and matters that are important to society" and "A Bank that is involved in the lives of local communities" under the "Positive" pillar as part of the Bank's GO beyond Strategy for the year 2022-2025, as adopted in 2022.

### Sponsorship actions

The purpose of the sponsorship policy of the Bank is to build the brand and reinforce the brand awareness among the audiences. By pursuing the sponsorship policy, the Bank creates its positive image. The direction of sponsorship activities is set by the global sponsorship strategy of BNP Paribas Group. As part of that strategy, the Bank promotes tennis and culture, particularly cinema. The Bank sponsors tennis events in Poland, film festivals, cultural and business events. The activities are coordinated by the the Brand Strategy and Activation Department operating within the Communication, Marketing, Customer Experience and Engagement Line.

Key figures to illustrate sponsorship activities carried out in 2025:

- almost PLN 9.2 million spent on sponsorship activities,
- sponsorship provided for 7 film events (as name partner of five events ): BNP Paribas Green Film Festival, BNP Paribas Summer Cinema, BNP Paribas New Horizons, Mastercard OFF Camera, BNP Paribas Two Riversides Film and Art Festival, BNP Paribas Warsaw SerialCon, UKRAINE! 9th Film Festival.
- partner of two international events in Poland.

Table 5. Sponsorship spending at Bank in 2025:

Film events	PLN 7,746 thousand
Tennis events	PLN 0.5 thousand
Other sponsorship activities	PLN 1,452 thousand

### Social and charitable activities

The Bank develops its social, charitable and philanthropic activities wherever it can make an actual positive difference. Preventing social exclusion, supporting diversity and financial education are given priority. The activities were coordinated by the Brand Strategy and Activation Department and BNP Paribas Foundation, which carries out actions to combat inequalities, including foundation's own and twinning scholarship programmes, is involved in environmental charitable activities and facilitates voluntary activity for employees.

The most important social and charitable activities in 2025:

- engagement by employees of the Bank and BNP Paribas Group companies in various initiatives for society and the environment, including: the employee volunteering programme called “Możesz na mnie polegać” (“You Can Count on Me”),
- involvement of the employees of the Bank and BNP Paribas Group companies (2,185 volunteers) in the annual voluntary activity called “Szlachetna Paczka” (Noble Box),
- engagement of 149 Local Bank Ambassadors for local communities,
- involvement of the employees of the Bank and BNP Paribas Group companies in “Dobre Kilometry” (Good Kilometres) campaign that supports social organisations,
- 422 employees participated in the individual philanthropy programme called “Wspieram cały rok” (I support all year long),
- a scholarship and development programme called “Klasa” (“Class”) which supports the eighth grade students who want to continue education in good secondary schools in larger cities and for whom such opportunity would be impossible without financial support,
- a tutoring and scholarship programme “Wiedza do potęgi” (“Knowledge to the Power”) which helps young refugees and immigrants to find their way in the Polish education system,
- the 'Dream Up' programme, which supports the development of social-emotional competences and self-esteem in disadvantaged children and youth through arts education,
- environmental philanthropy, or acting for the climate by protecting and restoring key ecosystems, and by educating people on these topics.

## Charitable donations

The expenditures from the donations budget are made to support growth and civic activity, improve the quality of life in local communities, take actions to reduce inequalities, support social engagement of employees as part of the Local Grant Programme (among others), reinforce the activities of the Bank Local Ambassadors, and promote responsibility in the area of healthcare and environment protection. Support for selected non-governmental organisations or institutions is aimed to increase the effectiveness of their socially useful activities.

Table 6. Charitable donations given by Bank to non-governmental organisations in 2025

Beneficiaries of charitable donations in 2025	Amount
BNP Paribas Foundation	PLN 5,045 thousand
Beneficiaries of Local Grants Programme	PLN 500 thousand
Organisation supporting social integration and diversity	PLN 520 thousand
Organisations supporting education and culture	PLN 2,090 thousand
Trade unions	PLN 62 thousand
Strategic Partnership with the Noble Box Project	PLN 632 thousand
Organisations promoting environment protection	PLN 276 thousand

## Measurable effects of the social, charitable and sponsorship activities

Social, charitable and sponsorship activities translate into the quality of life of the beneficiaries and also into the Bank's image as a reliable partner.

Table 7. Beneficiaries of the social programmes of the Bank and BNP Paribas Foundation in 2025:

Beneficiaries of the social programmes of the Bank and BNP Paribas Foundation in 2025	2025
Beneficiaries of initiatives implemented as part of the "Volunteering Projects Competition"	5,460 persons
Families that received packages from our employees volunteering as part of the Noble Box Project	136 families
Students from smaller towns taking part in the "Class" scholarship programme in school year 2024-2025 since the beginning of the program	71 students 897 students
Young refugees in Poland who received scholarships and support as part of the "Knowledge to the Power" partnership programme with the Ocalenie Foundation in school year 2024-2025 since the beginning of the program	100 students 220 students
Participants of the 4th edition of the "Dream Up" Programme	12 children
Participants of "Meetings with Music"	260,000 participants

According to an independent survey conducted by Ipsos Ltd. in 2025, following the halt in the downward trend of brand indicators in 2024 (after a significant reduction in the marketing budget in 2023), the Bank recorded increases in brand awareness indicators in 2025 during periods of ongoing advertising campaigns. In 2025, the perception of BNP Paribas Bank also stabilised across image indicators.

Table 8. Image of the Bank in 2025 vs 2024:

Bank BNP Paribas image	2024	2025
A bank that is trustworthy	17	18
A bank that notices and responds to changes around us	18	17
I like that bank	14	14
It sponsors cinema	16	13
It sponsors tennis	27	26
It incorporates environmental and social aspects into its operations	19	17
It is fair and its activities are transparent to clients	15	15
A bank that cares about financial education	11	11

Sample size in the table: N= 3,747 interviews for 2024, N= 3,830 interviews for 2025.

Detailed information on our sponsorship, charitable and CSR activities is available to the public in the following publications:

- 1) Report of the Management Board on Activities of the BNP Paribas Bank Polska S.A. Group in 2025 (including the Report of the Management Board on Activities of BNP Paribas Bank Polska S.A. in 2025 and BNP Paribas Bank Polska S.A. Group Sustainability Report in 2025) that constitutes the Integrated Annual Group Report for 2025. The Report describes the organization's approach to the climate changes, as recommended by the Task Force on Climate-related Financial Disclosures, or TCFD. The publication lists actions undertaken by BNP Paribas Bank Polska S.A. to support the implementation of the 17 Sustainable Development Goals adopted by the United Nations. The document has been verified externally and is disclosed to the public as an integral part of the Integrated Annual Group Report for 2025. The Integrated Annual Report of the BNP Paribas Bank Polska S.A. Group for 2025 will be published online in April 2025 and will be promoted to the internal and external audiences.
- 2) The annual Factual and Financial Report on the Activity of BNP Paribas Foundation presents the Bank's charitable activity, in accordance with the rules of reporting for public benefit organizations which arise from the Regulation of the Justice Minister of 20 December 2023 on a Standard Template of a Report on Foundation Activities.

The Supervisory Board's evaluation of the Bank's sponsorship, charitable and social policy pursued in 2025 is positive. The Bank's activity supports, in a rational manner, the implementation of the business mission and the GOBeyond Business Strategy for 2022-2025, and most significantly the undertakings: "The BNP Paribas brand is permanently tied with care about the environment and matters that are important to the society" and "A Bank that is involved in the lives of local communities" under the "Positive" Pillar, and it accounts for the needs of the company's stakeholders – Clients, employees, local communities, business partners, and professional organisations.

The Supervisory Board is of the view that the Bank's sponsorship and charitable policy was pursued in a prudent and effective manner. All initiatives were well-thought-out and consistent. Such activities helped build and reinforce the positive image of the Bank as a socially responsible corporate citizen.

## 6.6 ASSESSMENT OF THE IMPLEMENTATION OF THE DIVERSITY POLICY WITH RESPECT TO THE MANAGEMENT BOARD AND SUPERVISORY BOARD AS REGARDS ENSURING VERSATILITY AND DIVERSITY OF SUCH BODIES, INCLUDING WITH RESPECT TO GENDER, EDUCATION, AGE AND PROFESSIONAL EXPERIENCE

The Bank has a diversity policy which forms a formal part of the Policy for Suitability Assessment of the Supervisory Board Members and Policy for Suitability Assessment of the Management Board Members and Key Function Holders at BNP Paribas Bank Polska S.A.

The application of criteria ensuring diversity in the governing bodies of the Bank is a legally binding requirement arising from the specific legal regulations and the European Banking Authority (EBA) Guidelines binding on banks. The Bank is an entity regulated and supervised by the Polish Financial Supervision Authority. The correctness and the quality of the diversity policy application is monitored, among other things, as part of individual and collective suitability assessments verification by the Polish Financial Supervision Authority. When selecting members for the Company's governing bodies and key function holders, the Bank accounts

for the following criteria, among other things: reputation, integrity and ethical behaviour, devoting sufficient time to performing their duties, lack of conflict of interest, independent judgement, knowledge, skills and experience of candidates.

In its suitability assessment policy, the Bank ensured that diversity is promoted on the Management Board and Supervisory Board, from the moment a diversified pool of candidates is built, in order to reach a broad scope of attributes and competences of the Management Board Members and Supervisory Board, obtain different points of view and experience, and enable the Company's governing bodies to give independent opinions and make reasonable decisions.

The Bank warrants diversity in that it accounts for criteria, such as: gender, education and professional experience, specialist know-how, age and geographical provenance, in the processes of appointment and suitability assessment. The Bank attaches great weight to actual implementation of diversity, also by way of ensuring an adequate share of women on the Bank's governing bodies. As at 31 December 2025, the share of women on the Supervisory Board was 50%, whereas the share of female members on the Bank Management Board was 37.5%.

Diversification in terms of age and length of service at the Bank as at 31/12/2025

Age	< 30 years.	30-50 years	>50 years	Total
Supervisory Board	0	0	12	12
Management Board	0	2	6	8
Total	0	2	18	20

Length of service at the	<5	5-10	10-15	15-20	20-25	>25	Total
Supervisory Board	8	2	2	0	0	0	12
Management Board	2	4	1	0	0	1	8
Total	10	6	3	0	1	0	20

Adherence to the principle of diversity is monitored not only at the level of the Bank's governing bodies but also at the managerial level. At Senior Management Positions, the share of women is 46%. As regards the selection of the Management Board and Supervisory Board members in terms of education background and experience, the Bank followed the rules arising from Article 22aa of the Banking Law Act, the provisions of Recommendation Z and the Bank's Articles of Association

The Supervisory Board has a positive opinion on the best practices applied by the Bank in regard to the diversity policy towards all Bank employees' regardless of their position, with special focus on the suitability of the governing bodies of the Bank and its key managers.

## Overview

In the opinion of the Supervisory Board, the year 2025 was marked by sound decisions. The Bank delivered a strong performance, recording consistent growth in net banking income (NBI), a high return on equity (ROE) and very effective cost control. The GOBeyond strategy period was concluded in 2025, and the Bank started to pursue the ambitious and forward-looking objectives of the new Accelerate 2030 Strategy.

The Bank continues to demonstrate a stable and resilient capacity to withstand challenges arising in the business environment. It has a wide choice of credit, investment and transactional products for every type of Customer. The Bank's performance has consistently been improving, risk management and cost of risk remain consistently at the forefront of the sector, and liquidity buffers are at safe levels. The Bank continues its digital transformation, both internally and at the Customer level. It has a strong position in sustainable financing and remains committed to innovation.

The Supervisory Board especially appreciates the fact that the Bank focuses on promoting its values and is socially committed to initiatives that bring important and significant changes to the social environment in which we live. The Bank's ESG reporting is exemplary.

Based on its assessment, the Supervisory Board concludes that the situation of BNP Paribas Bank Polska S.A. is stable. The Supervisory Board extends its thanks to all employees for their responsible attitudes and commitment to the Bank's performance, acknowledging their engagement, effort, creativity and contribution to the Bank's distinctive corporate culture. Particular recognition is given to the very good cooperation with the Management Board, founded on an effective and transparent flow of information, as well as on the development of an ambitious and challenging strategy for the years ahead.

