

**2016-01-05 report no. 1/2016 (EBI): Report on the scope of application of the Best Practice.**

Pursuant to Section 29.3 of the Warsaw Stock Exchange Rules ING Bank Śląski Spółka Akcyjna hereby presents a report concerning the non-application of certain detailed rules contained in the “Code of Best Practice for WSE Listed Companies 2016”.

Disclosure Policy, Investor Communications.

I.Z.1.15. information about the company’s diversity policy applicable to the company’s governing bodies and key managers; the description should cover the following elements of the diversity policy: gender, education, age, professional experience, and specify the goals of the diversity policy and its implementation in the reporting period; where the company has not drafted and implemented a diversity policy, it should publish the explanation of its decision on its website.

The company’s comment on the application of the above rule.

The Bank has been implementing for years best practices supporting diversity, promoting equal treatment and preventing discrimination. A great number of elements of those practices have been reflected in various procedures or processes. The Bank is currently in the process of developing a uniform diversity policy which will cover all aspects of diversity. Diversity management at ING applies to all employees, as well as the governing bodies and key managers. The Bank abides by the principles of equal treatment while establishing and terminating the employment relationship, as well as in relation to terms of employment, promotion opportunities or access to training in order to upgrade professional qualifications. In its strategy, processes and operations, the Bank cares about equal treatment, regardless of gender, age, disability, race, religion, nationality, political beliefs, membership in professional or trade organizations or unions, ethnicity, faith, or sexual orientation. Those principles are reflected in detailed regulations and processes at each and every stage, starting from the hiring process.

Remuneration.

VI.Z.2. To tie the remuneration of members of the management board and key managers to the company’s long-term business and financial goals, the period between the allocation of options or other instruments linked to the company’s shares under the incentive scheme and their exercisability should be no less than two years.

The company’s comment on the application of the above rule.

The Bank adopted and applies the Variable Remuneration Policy of Persons Holding Managerial Positions Having Material Impact on the Risk Profile of ING Bank Śląski S.A. (the “Policy”). It governs the period between the award and possible exercise of financial instruments under variable remuneration in line with the variable remuneration regulations for financial institutions in Poland (PFSa Resolution No. 258/2011, CRD III, CRD IV, CEBS/EBA Guidelines). Under the Policy, minimum 40% of the variable remuneration of the management staff shall be deferred for 3 years, every year in equal parts, provided that there were no premises for lowering or not paying the part of the remuneration. A material part of the variable remuneration granted in the form of the phantom stock with Bank shares as the underlying instrument (at least 50% of the variable remuneration) is subject to a one-year retention period, appropriately for each tranche. The above provisions are aimed at tying the

remuneration of the management with the long-term strategic goals of the Bank. The Bank plans to apply the above-referred rule as far as provided for by the aforementioned regulations.