



# Supervisory Board's Report for 2025

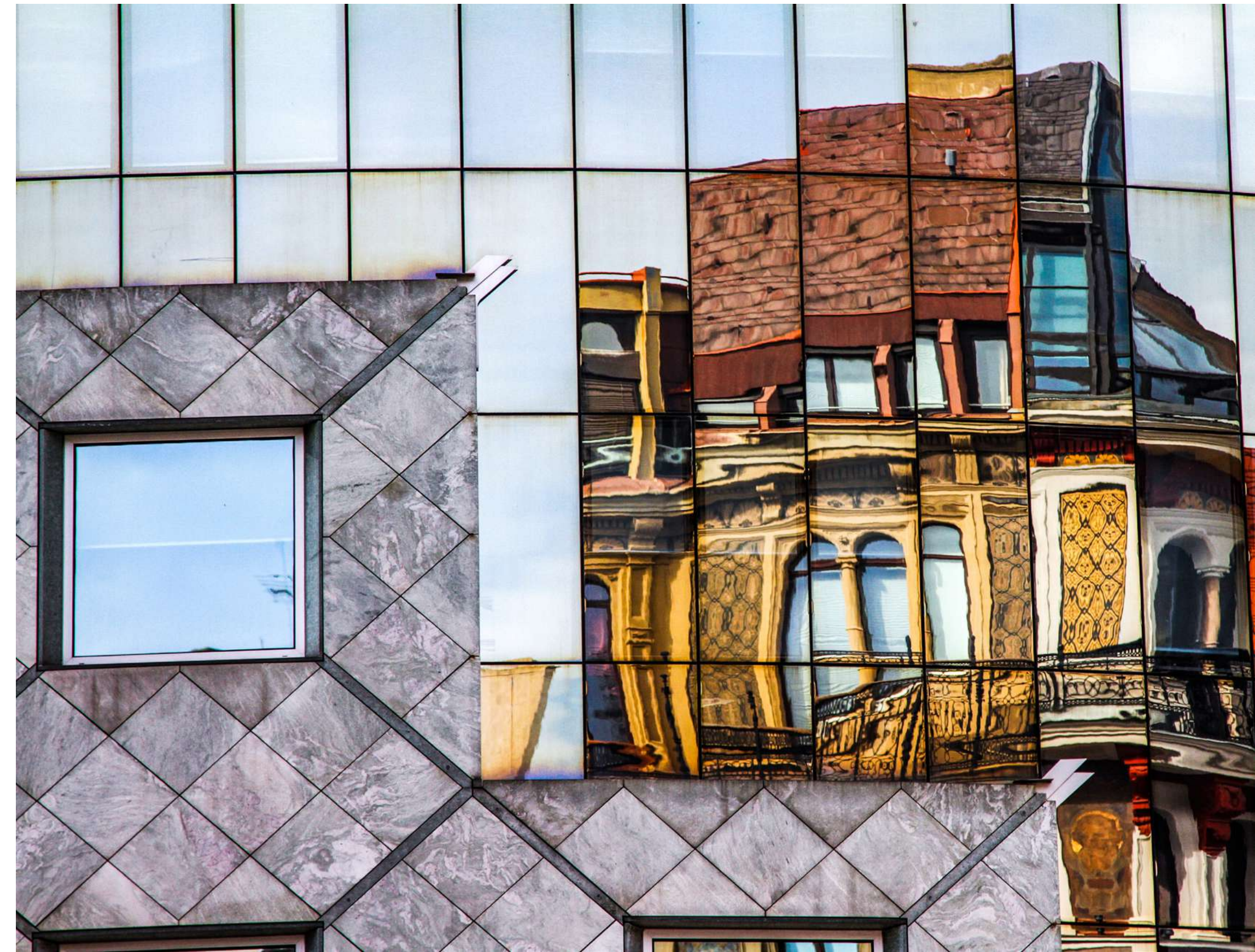


do your thing



# Contents

Summary of operations of the Supervisory Board and its committees in 2025 along with information on the composition of the Board and its committees	3
Results of the evaluation of the financial statements and the Management Board's reports on the operations of the Bank and its Group in 2025, as well as the Management Board's motion regarding profit distribution	44
Evaluation of the Bank's standing on a consolidated basis, including the assessment of adequacy and effectiveness of the internal control system, risk management system, compliance and the internal audit function	48
Assessment of the Bank's application of the principles of corporate governance and of the Bank's compliance with disclosure duties as to their application, as laid down in the Warsaw Stock Exchange Rules and regulations on current and interim information provided by securities issuers	54
Assessment of the rationality of ING Bank Śląski S.A.'s expenditure in connection with the policy concerning social- and charitable activities, partnerships and sponsorships in 2025	58
Update on the implementation status of the diversity policy for the Bank Management Board and Supervisory Board in 2025	87





# Summary

of operations of the Supervisory Board and its committees in 2025 along with information on the composition of the Board and its committees





# Legal basis of the functioning of the Supervisory Board at ING Bank Śląski S.A.

Acting pursuant to Article 382 §3.3) of the *Commercial Companies and Partnerships Code (CCPC)* and the provisions of the *Best Practice for GPW Listed Companies*, the ING Bank Śląski S.A. Supervisory Board herewith submit to the Ordinary General Meeting the Report of the Supervisory Board for 2025.

The ING Bank Śląski S.A. Supervisory Board (the "Supervisory Board") operate pursuant to the *Banking Law*, the *Commercial Companies and Partnerships Code*, the *ING Bank Śląski S.A. Charter* (the "Bank Charter") and the *ING Bank Śląski S.A. Supervisory Board Bylaw*. Pursuant to §19.5 of the *Bank Charter*, Supervisory Board Members are appointed for the joint term of office which commences as of the appointment date and lasts for the full four consecutive financial years. The current term of office commenced on 11 April 2024. Therefore, the mandates of the Supervisory Board Members of the current term of office expire as of the date of the General Meeting ("GM") approving the financial statements for 2028.





# Composition of the Supervisory Board at ING Bank Śląski S.A.

## Division of functions and changes on the Supervisory Board during the financial year

### 2025 saw the following changes on the Supervisory Board:

In H1 2025, no changes to the Supervisory Board or Supervisory Board Committees composition were made. The composition of the Supervisory Board was kept unchanged and – in line with the Bank's practice – on 29 April 2025, the Ordinary General Meeting adopted the suitability assessment (Ordinary General Meeting Resolution No. 29 on assessing satisfaction by the existing members of the Supervisory Board of the requirements referred to in Article 22aa of the Banking Law Act (suitability assessment)). Individual and collective suitability assessment of the Supervisory Board Members was adopted by the General Meeting based on the Recommendation of the Remuneration and Nomination Committee passed on 27 March 2025.

On 27 June 2025, Mr Stephen Creese tendered his resignation from the capacity as the Supervisory Board Member, effective as of 31 August 2025. The reason for the resignation was his plans to leave ING Group. The resignation affected the composition of the Risk Committee.

On 24 September 2025, Ms Aneta Hryckiewicz-Gontarczyk tendered her resignation from the capacity as the Supervisory Board Member, effective as of 24 September 2025. The reason for resignation were personal reasons. The resignation affected the composition of the Remuneration and Nomination Committee and Risk Committee.

Due to the fact that the resignations of the above referred Supervisory Board Members affected the composition of the Supervisory Board Remuneration and Nomination Committee and Risk Committee, on 25 September 2025, the Supervisory Board changed the compositions of the Remuneration and Nomination Committee and Risk Committee.

### Therefore:

- as of 25 September 2025, the Remuneration and Nomination Committee composition was as follows: Ms Monika Marcinkowska, Committee Chair, and Mmes Dorota Dobija and Małgorzata Kołakowska, Committee Members; Mmes Monika Marcinkowska and Dorota Dobija have the status of an Independent Member of the Supervisory Board,
- as of 26 September 2025, the Risk Committee composition was as follows: Ms Dorota Dobija, Committee Chair, and Ms Małgorzata Kołakowska, Mr Arkadiusz Krasowski, Ms Monika Marcinkowska and Mr Michał Szczurek, Committee Members. Mmes Monika Marcinkowska and Dorota Dobija and Mr Arkadiusz Krasowski have the status of an Independent Member of the Supervisory Board.

At the same time, the Supervisory Board resolved to commission an individual suitability assessment of Ms Monika Marcinkowska on account of holding the role of the Chair of the Remuneration and Nomination Committee and a collective suitability assessment of the Remuneration and Nomination Committee as well as an individual suitability assessment of Mr Michał Szczurek, new Member of the Risk Committee and a collective suitability assessment of the Risk Committee.

Whereas on 26 September 2025, the Remuneration and Nomination Committee resolved to commission the analysis of applicability of individual assessments of Supervisory Board Members and the collective suitability assessment for the Supervisory Board.



Having regard to the above, pursuant to the *Policy for the Assessment of the Suitability of the Members of the Supervisory Board, Management Board and Key Function Holders at ING Bank Śląski S.A.* ("Policy"), on 21 November 2025, upon reviewing the reports on the additional individual suitability assessment made by an independent third party, PwC Polska Kassel i Wspólnicy spółka komandytowa ("PwC"), the Remuneration and Nomination Committee attested:

- satisfaction of suitability criteria applicable to the Chair of the Supervisory Board Remuneration and Nomination Committee by Ms Monika Marcinkowska and satisfaction by the Committee of the criteria applicable to the Committee, including the criterion of independence of a sufficient number of members, including independence of the Committee Chair;
- satisfaction of suitability criteria applicable to the Member of the Supervisory Board Risk Committee by Mr Michał Szczurek and satisfaction by the Committee of the criteria applicable to the Committee, including the criterion of independence of a sufficient number of members, including independence of the Committee Chair;

recommending that the Supervisory Board adopt the above assessments. Following the positive recommendations of the Committee, on 21 November 2025 the Supervisory Board adopted both assessments.

At the same time, upon reviewing the documents from the suitability assessment made by PwC, on account of the changes to on the Supervisory Board, on 21 November 2025 the Committee attested that each Member of the Supervisory Board has the knowledge, skills and experience required to hold the function of a Member of the ING Bank Śląski S.A. Supervisory Board, provides assurance of proper performance of duties relating to that function and fulfils other requirements as set out in Article 22aa of the *Polish Banking Law Act*, and thus meets the suitability criteria set out in the said *Policy*. The Committee also attested that the individual competences of the individual members of the Supervisory Board are

complementary and allow for ensuring adequate level of collective performance of supervision duties in respect of all the business areas of the Bank and the Supervisory Board as a whole holds the adequate knowledge, skills and experience enabling them to understand the actions of the Bank, the main risks included.

There were no changes in the Audit Committee composition in 2025.

Supervisory Board and Committees composition as at the beginning and end of the financial year is presented in the table below:

**Table 1:** Supervisory Board composition.

Function on the Supervisory Board	Composition as at 01.01.2025	Composition as at 31.12.2025
<b>Supervisory Board Chair</b>	Ms Monika Marcinkowska	Ms Monika Marcinkowska
<b>Supervisory Board First Deputy Chair</b>	Ms Małgorzata Kołakowska	Ms Małgorzata Kołakowska
<b>Supervisory Board Deputy Chair</b>	Mr Michał Szczurek	Mr Michał Szczurek
<b>Supervisory Board Members</b>	Mr Stephen Creese Ms Dorota Dobija Ms Aneta Hryckiewicz-Gontarczyk Mr Arkadiusz Krasowski Mr Hans De Munck Mr Serge Offers	Ms Dorota Dobija Mr Arkadiusz Krasowski Mr Hans De Munck Mr Serge Offers



**Table 2:** Risk Committee composition.

Function on the Committee	Composition as at 01.01.2025	Composition as at 31.12.2025
<b>Risk Committee Chair</b>	Ms Dorota Dobija	Ms Dorota Dobija
<b>Risk Committee Members</b>	Mr Stephen Creese Ms Aneta Hryckiewicz-Gontarczyk Ms Małgorzata Kołakowska Mr Arkadiusz Krasowski Ms Monika Marcinkowska	Ms Małgorzata Kołakowska Mr Arkadiusz Krasowski Ms Monika Marcinkowska Mr Michał Szczurek

**Table 3:** Remuneration and Nomination Committee composition.

Function on the Committee	Composition as at 01.01.2025	Composition as at 31.12.2025
<b>Remuneration and Nomination Committee Chair</b>	Ms Aneta Hryckiewicz-Gontarczyk	Ms Monika Marcinkowska
<b>Remuneration and Nomination Committee Members</b>	Ms Dorota Dobija Ms Małgorzata Kołakowska Ms Monika Marcinkowska Mr Michał Szczurek	Ms Dorota Dobija Ms Małgorzata Kołakowska

**Table 4:** Audit Committee composition.

Function on the Committee	Composition as at 01.01.2025	Composition as at 31.12.2025
<b>Audit Committee Chair</b>	Mr Arkadiusz Krasowski	Mr Arkadiusz Krasowski
<b>Audit Committee Members</b>	Ms Dorota Dobija Ms Monika Marcinkowska Mr Hans De Munck Mr Serge Offers	Ms Dorota Dobija Ms Monika Marcinkowska Mr Hans De Munck Mr Serge Offers





# Information on compliance

## with the *Principles of Corporate Governance for Supervised Institutions* and *Best Practice for GPW Listed Companies*

The Supervisory Body fulfil their tasks pursuant to a special authorisation granted thereto under the *Bank Charter* and the *Supervisory Board Bylaw* as well as the requirements of the *Principles of Corporate Governance for Supervised Institutions* and the *Best Practice for GPW Listed Companies*, as adopted on 22 July 2021 by way of Supervisory Board Resolution on the opinion on the Management Board's decision concerning application of the *Best Practice for GPW Listed Companies 2021* by the Bank and implementation of its principles referring to the Board.

Professional resumes of all the Supervisory Board Members, including their functions on the Supervisory Board Committees, have been published on the Bank's website: <https://en.ing.pl/company-profile/authorities> Furthermore, on the Bank's website, there are annotations on filing independence statements or statements on ties with ING Bank N.V. There is also the information on compliance with the requirements under Article 22aa of the *Polish Banking Law Act*. Additionally, in keeping with the *Best Practice for GPW Listed Companies*, on the Bank's website one may also find the share of men and women in the Bank Management Board and Supervisory Board. A summary thereof has also been presented below.





# Independence of Supervisory Board Members

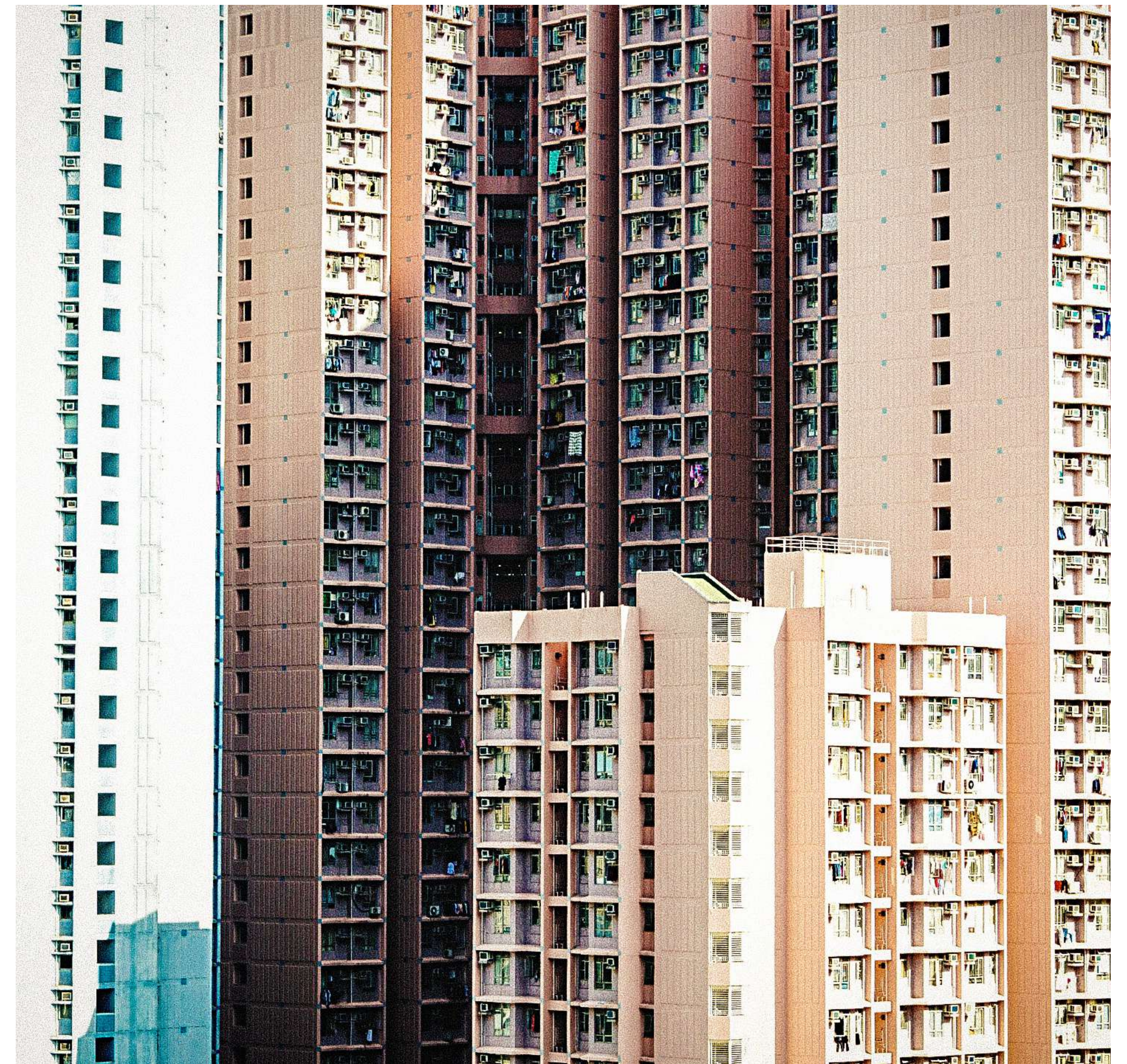
## and absence of ties with the shareholder that holds at least 5% of the total number of votes

As practised by the Bank, every year, all Supervisory Board Members file representations regarding their independence (or lack thereof), considering in particular the independence criteria laid down in the Act of 11 May 2017 on Auditors, Audit Firms and Public Supervision, and also the absence of actual and material relations with any shareholder who holds at least 5% of the total vote in the company. Independent members attest thereby that they have no relationship with the Bank, its shareholders, or employees that could have a significant impact on their ability to make impartial decisions. Furthermore, Members are required to notify the Bank immediately of occurrence of any circumstances impacting their independence.

According to the representations filed by the Members of the Supervisory Board, three (3) out of seven (7) Members of the Supervisory Board meet the independence criteria set out in the *Bank Charter*. These are: The Chair of the Supervisory Board – Ms Monika Marcinkowska, and Supervisory Board Members – Ms Dorota Dobija, and Mr Arkadiusz Krasowski. That means that the requisite number of Board Members satisfy the independence requirements under the *Best Practice for GPW Listed Companies*.

The other Supervisory Board Members – Mr Hans De Munck and Mr Serge Offers have ties with ING Bank N.V., the strategic shareholder of the Bank. Whereas Ms Małgorzata Kołakowska (First Deputy Chair) had ties with the strategic holder of the Bank until 31 March 2025 and Mr Michał Szczurek (Deputy Chair) until 31 December 2025.

Therefore, the Supervisory Board confirmed that there were neither ties nor circumstances which might compromise the satisfaction of independence criteria by the Board Members.





# Competency Profiles of Supervisory Board Members

Supervisory Board Members have high qualifications. All Members have the relevant experience and knowledge that enable them to exercise oversight of the Bank. Five out of the seven Supervisory Board Members are Polish citizens and native speakers of Polish. The other two Members are the citizens of Belgium and the Netherlands. Also, one of the Board Members has dual citizenship: Polish and British.

## Personal bios of Board Members with their individual competencies

### Ms Monika Marcinkowska

Independent Supervisory Board Member  
Chair of the Supervisory Board  
Chair of the Remuneration and Nomination Committee  
Audit Committee Member  
Risk Committee Member

She received her master's degree from the University of Łódź, Faculty of Management and Marketing, specialty: Accounting. She got her PhD in economic science (management science) and habilitation degree in economic science. She has been Full Professor in economic science since 2014. She is a lecturer and researcher at the University of Lodz. During her professional career, she worked at PBG S.A., Pekao S.A., PKO BP S.A. and BRE Bank S.A., as well as held supervisory functions at Pocztylion-Arka PTE SA, DI Xelion sp. z o.o., and Polski GAZ TUW. She also was Member of the European Banking Authority's Banking Stakeholder Group, where from March 2020 to June 2024 she acted as coordinator of the Sustainable Finance Working Group, and in Belgian think-tank Bruegel. She joined the Supervisory Board of ING Bank Śląski S.A. in 2021.





## Ms Małgorzata Kołakowska

First Deputy Chair of the Supervisory Board  
Remuneration and Nomination Committee Member  
Risk Committee Member

She graduated, with a master's degree in economics, from the Faculty of International Trade Economics and Organisation at the Main School of Planning and Statistics (at present Warsaw School of Economics). She completed the Advanced Management Program (AMP) at the Harvard Business School. She was the President of the ING Bank Śląski S.A. Management Board between 2010-2016, and then moved on to hold the function of the Global Head for Wholesale Banking at ING Bank NV Group in Amsterdam. Between 2018 and March 2025, she was the CEO of ING Bank N.V., London Branch (the United Kingdom, Middle East). Before joining ING, she was the Director at the European Bank of Reconstruction and Development (Poland and Baltic Countries) and Finance Director at McDonald's Poland. At present, since August 2025, she has been the Non-Executive Director in ING Bank (Australia) Limited. She joined the Supervisory Board of ING Bank Śląski S.A. in 2016.

## Mr Michał Szczurek

Deputy Chair of the Supervisory Board  
Risk Committee Member

He graduated, with a master's degree in economic science, from a joint programme of Warsaw University and Columbia University. Also studied at the Faculty of Law and Administration, University of Warsaw and at the Department of Computer Sciences, Faculty of Electronics, University of Warsaw. He has been working at ING Group since the formative years of his career. He sat on the Management Boards of: Nationale-Nederlanden Polska PTE S.A. (later known as ING Nationale-Nederlanden Polska Powszechnie Towarzystwo Emerytalne S.A.), Towarzystwo Ubezpieczeń na Życie ING Nationale-Nederlanden, ING Nationale-Nederlanden Polska S.A. and ING Bank Śląski S.A. (where he supervised the retail banking area). He also held functions on the Management Board of TMB Bank in Thailand, ING Bank Romania and was the Head of Challengers & Growth Markets (C&G), in ING Asia. Between January 2023 and December 2025, he was the Country Manager for ING Bank Italia. He joined the Supervisory Board of ING Bank Śląski S.A. in 2018.



## Ms Dorota Dobija

Independent Supervisory Board Member  
Chair of the Risk Committee  
Remuneration and Nomination Committee Member  
Audit Committee Member

She received her master's degree in Cybernetics and Computer Science (specialty: Data Processing and Accounting) at Cracow University of Economics. She got her PhD in economic science (specialty: Accounting) at the same university and habilitation degree in economic science (management science) at Kozminski University. She has been Full Professor in economic science since 2015. She is a certified accountant, a lecturer and researcher. She gave lectures at the Cracow University of Economics, the University of Warsaw, amongst others, and Kozminski University where she has worked to this day. She has been sitting on the College of Fellows at the European Academy of Management since 2025. She was also a visiting professor at various universities around the world, including in the Netherlands, USA, Australia, Hongkong and the United Kingdom. She held supervisory functions in XIII National Investment Fund "Fortuna" and Pekao Investment Banking. She joined the Supervisory Board of ING Bank Śląski S.A. in 2021.

## Mr Arkadiusz Krasowski

Independent Supervisory Board Member  
Chair of the Audit Committee  
Risk Committee Member

He graduated from the Warsaw School of Economics with a master's degree in Finance and Banking. He also completed the General Management Program at Harvard Business School. He is a Certified Information Systems Auditor (CISA) and he is certified in Risk and Information Systems Control (CRISC). A statutory auditor since 2003 and ACCA member since 2010. At present, he is in the process of the PhD dissertation preparation at the Nicolaus Copernicus University, Toruń. He started his professional career at Arthur Andersen Sp. z o.o. in 1998 and continued at Ernst & Young Audit Sp. z o.o., where in 2002-2008 he held managerial roles, and later in 2008-2022 Director and Partner, responsible also for Financial Markets Audit Division – Global Financial Services. Since 2020, he was Audit Committee Member at Harvard Club of Poland, and Audit Committee Chair since 2023. Since 2021 he has been Member of and since 2024 Deputy Chairman of the Business Council, at the Nicolaus Copernicus University, Toruń, Faculty of Economic Sciences and Management. Since January 2025, he is Member of the Association of Independent Non-Executive Directors. He joined the Supervisory Board of ING Bank Śląski S.A. in 2024.



## Mr Hans De Munck

Supervisory Board Member  
Audit Committee Member

He graduated from the University of Chicago, Graduate School of Business, receiving his Master in Business Administration with high honours. He also completed the General Management Program at Vlerick Business School. He was a teaching and research assistant at the Faculty of Applied Economics, Catholic University of Leuven in Belgium. He has worked at ING Group since the formative years of his career, where he has held managerial functions in the area of asset and liabilities management, market risk management, risk integration and analyses. He has been the Chief Financial Officer at ING Belgium since 2018. He joined the Supervisory Board of ING Bank Śląski S.A. in 2023.

## Mr Serge Offers

Supervisory Board Member  
Audit Committee Member

He graduated from the University of Amsterdam with a master's degree in Accountancy and Control. He has been working at ING Group since the formative years of his career. He has held various managerial functions there, he was Head of Regulatory Reporting or Head of External Reporting for example. He was the Chief Financial Officer at ING Romania in 2018-2022. He was Head of Business Banking at ING Romania in 2022-2024. Additionally, in 2019-2024 he was Board Member on the Dutch and Romanian Chamber of Commerce and in 2020-2024 Board Member on the Romanian Chamber of Commerce responsible for the diversity area. Since October 2024, he has been Head of Business Banking at ING Germany. He joined the Supervisory Board of ING Bank Śląski S.A. in 2024.



The above details have been summarised in the tables below.

**Table 5:** Independence and individual competency profiles of Supervisory Board Members.

	Satisfies the criterion of independence as per the Act on Statutory Auditors, Auditing Firms and Public Oversight	Knowledge of and competency in accounting or financial statements auditing (including confirmation with the qualifications of the statutory auditor)		Has knowledge of and competency in the banking area
		Satisfies the criterion	Qualifications	
Monika Marcinkowska	yes	yes	<b>Professor in economic science</b> university degree – specialty: accounting	yes
Małgorzata Kołakowska	no	yes	competence acquired through professional career and in executive positions in Bank authorities	yes
Michał Szczurek	no	yes	competence acquired through professional career and in executive positions in Bank authorities	yes
Dorota Dobija	yes	yes	<b>Certified Accountant</b> <b>Professor in economic science</b> university degree - specialty: data processing and accounting	yes
Arkadiusz Krasowski	yes	yes	<b>Chartered Auditor</b> ACCA Member, CRISC certificate, CISA certificate	yes
Hans De Munck	no	yes	competence acquired through professional career and in executive positions in Bank authorities	yes
Serge Offers	no	yes	university degree – faculty: accountancy and control competence acquired through professional career and in executive positions in Bank authorities	yes

**Table 6:** Professional background of Supervisory Board Members.

Number of Supervisory Board Members from finance and audit sector	Number of Supervisory Board Members from higher education sector
5	2

**Table 7:** Length of service on the ING Bank Śląski S.A. Supervisory Board.

Length of service on the ING Bank Śląski S.A. Supervisory Board	up to 5 years	6-10 years	11-15 years	16-20 years
Number of persons	5	2	-	-



# Competency Profiles of Management Board Members

Professional resumes of all the Bank Management Board Members have been published on the Bank's website: <https://en.ing.pl/company-profile/authorities>. Education, competences and specialist knowledge demonstrated by individual Management Board Members have been outlined below.

**Table 8:** Competency Profiles of ING Bank Śląski S.A. Management Board Members as at 31 December 2025.

Bank Management Board Member	Education, competences and expertise
Michał Bolesławski CEO, CEO Division	<ul style="list-style-type: none"> <li>Harvard Business School, PLD 25</li> <li>Warsaw School of Economics Master of Arts in Finance and Banking (graduated with distinction)</li> <li>Harvard University and Kennedy School of Government, USA</li> <li>ESADE (Escuela Superior de Adminis y Direccion de Empresas) CEMS scholarship</li> </ul>
Joanna Erdman Vice-President of the Management Board, CRO Division	<ul style="list-style-type: none"> <li>Warsaw School of Economics, Finance &amp; Statistics – master's degree</li> <li>London Business School, Senior Executive Programme</li> <li>Advanced Risk Management Program, Wharton University</li> <li>Sustainable Finance, University of Cambridge</li> <li>Sustainability and Climate Risk, Global Association of Risk Professionals (GARP)</li> </ul>
Marcin Giżycki Vice-President of the Management Board, Individual Clients Division	<ul style="list-style-type: none"> <li>The University of Economics in Katowice, Banking and Finance Faculty – master's degree</li> <li>The Poznań School of Banking, Banking and Finance Faculty – BA studies,</li> <li>Graduate School of Business Stanford University, Standard Executive Program</li> </ul>

Bank Management Board Member	Education, competences and expertise
Bożena Graczyk Vice-President of the Bank Management Board, CFO Division	<ul style="list-style-type: none"> <li>University of Łódź, Faculty of Economics and Sociology – master degree</li> <li>University of Łódź, the Centre of European Studies</li> <li>University of Limburg as part of Tempus Programme</li> <li>University of Bristol, the United Kingdom and École Nationale des Ponts et Chaussées, France, Executive MBA in International Business</li> <li>Diploma of The Accountants Association of Poland; certified auditor qualifications</li> <li>University of Navarra, Spain, Advanced Management Program</li> <li>IESE Business School</li> <li>Graduate School of Business Stanford University, Standard Executive Program</li> </ul>
Marcin Kościński Vice-President of the Bank Management Board, Business Clients Division	<ul style="list-style-type: none"> <li>Poznań University of Economics and Business, Economic Sciences Faculty, PhD in Economic Sciences,</li> <li>Poznań University of Economics and Business, Master degree in Economics, Finance and banking (banking)</li> <li>INSEAD Business School</li> <li>The London School of Economics, Executive Education – Digital Marketing Strategy</li> </ul>
Ewa Łuniewska Vice-President of the Bank Management Board, Private Banking Clients and Investment Division	<ul style="list-style-type: none"> <li>Warsaw School of Economics Foreign Trade Faculty – master's degree</li> </ul>
Michał H. Mrożek Vice-President of the Bank Management Board, Wholesale Banking Division	<ul style="list-style-type: none"> <li>Georgetown University School of Foreign Service, Washington, D.C. International Trade &amp; Finance – Joint degree – Bachelor Cum Laude and Masters Dean Citation</li> </ul>
Maciej Ogórkiewicz Vice-President of the Bank Management Board, CIO Division	<ul style="list-style-type: none"> <li>Silesian University of Technology in Gliwice – Master of Science, Computer Science</li> <li>ISAC2 – Certified Information Systems Security Professional</li> <li>ISACA – Certified Information Security Manager</li> <li>ISACA – Certified Information Systems Auditor</li> <li>ISACA – Certified in Risk and Information Systems Control</li> <li>Cisco Certified Internetwork Expert – Security</li> <li>Google Cloud Certified Professional Cloud Security Engineer</li> </ul>
Alicja Żyła Vice-President of the Bank Management Board, COO Division	<ul style="list-style-type: none"> <li>University of Economics in Katowice, master's degree in Economics, International Economic Relationships/ European Integration</li> <li>Tilburg University of Business Studies,</li> <li>ING International Management Development, Programme, Marketing Training for ING Staff, ING Group Amsterdam</li> </ul>



# Form and manner of oversight

## 2025 Supervisory Board Statistics

The Supervisory Board work according to a meetings schedule and an Outline Work Plan. The Board debate analysing the company situation versus the sector and the market, based on the materials submitted by the Bank Management Board and those coming from internal functions of the Bank as well as those attained from exterior sources, also taking advantage of the works of the Board committees. In particular, the Supervisory Board approve the Bank strategy and verify the performance of the Management Board as far as delivery of preset strategic objectives is concerned. Further, the Board monitor the results of the Bank. ESG topics, covering environmental, social and governance-related aspects, are an integral element of the approved and monitored strategy. ESG topics are discussed in particular by the Supervisory Board Sustainability Panel, established within the Supervisory Board structure in the second half of 2024. The panel was established as a consulting and advisory corporate body for the Supervisory Board as regards the Board works in the ESG and Sustainability areas. Its objective is to regularly inform, inspire and initiate discussions on these topics with the Board Members. In 2025, three Sustainability Panel sessions were held: 21 February, 12 June and 25 September.

In 2025, meeting agendas included ongoing business matters, submissions made by the Bank Management Board as well as any other material issues that required attention of the Supervisory Board. The Supervisory Board exercised oversight of the Bank's operations

mainly during the meetings and took the required decisions in the form of resolutions. During the meetings, the Members of the Supervisory Board are joined by Members of the Bank Management Board as well as the Heads of the Internal Audit Department and the Centre of Expertise – Compliance, and other invited guests who give presentations on specific topics within their competence.

The Supervisory Board attach particular significance to the Bank having an adequate and effective risk management system and an adequate and effective internal control system. In the course of works, the Supervisory Board monitor performance of both systems across the organisation on an ongoing basis. The Supervisory Board further make periodic assessments of their functioning. In 2025, considering the requirements of the *Regulation of the Minister of Finance, Funds and Regional Policy of 8 June 2021 on the risk management system and internal control system and remuneration policy in banks*, the Supervisory Board approved the *Report on the operation of the risk management system in 2024*. Furthermore, considering the information from the report and periodic reports of the CRO Division, having regard to the findings made by the external auditor, the findings from regulatory activities of the Polish Financial Supervision Authority and the SREP results, the Supervisory Board made a positive assessment of the adequacy and effectiveness of the risk management system at the Bank in 2024.



As far as performance of the internal control system is concerned, in 2025, the Supervisory Board approved the *Report on fulfilment of the internal control system tasks for 2024 along with the List of critical and high recommendations* and assessed the internal control system at ING Bank Śląski S.A. for 2024. Furthermore, as required by the aforesaid *Regulation* and considering the following operational aspects for the internal control system:

- assessment of the internal control system made by the Internal Audit Department,
- update of the Bank Management Board on the manner of performing tasks related to the internal control system described in the report,
- periodic reports of the Centre of Expertise – Compliance,
- the assessment of the effectiveness of the activities of the Financial Crime Compliance unit, as per the relevant regulatory guidelines,
- findings made by a statutory auditor, and
- findings resulting from supervisory activities performed by authorized institutions,

The Supervisory Board assessed with a positive result the adequacy and effectiveness of the internal control system at the Bank in 2024, including a positive assessment of the adequacy and effectiveness of control functions, the Centre of Expertise – Compliance and the Internal Audit Department. The information on the evaluation of the Bank's standing in 2025, including the assessment of the internal control system, risk management system, compliance and the internal audit function has been presented [below](#).

In 2025, the Members of the Bank Supervisory Board devoted sufficient time to performance of their duties. Between 1 January and 31 December 2025, the Supervisory Board met nine times. The Supervisory Board also passed resolutions by way of circulation (12 cases). The meetings were held at the following dates: 20-21 February (*Strategy Days*), 7 March, 29 April, 27 June, 25 September, 26 September, 17 November (*ING Strategy. In the Beat of Life*), 21 November and 12 December, and by way of circulation at the following dates: 14 January, 30 January, 27 February, 18 March, 28 March, 9 April, 16 April, 23 May, 29 July, 1 October, 7 October and 14 October. Meetings were held on site and in hybrid mode. In total, the Supervisory Board adopted 136 resolutions, including 16 passed by way of circulation.

**21**  
meetings

**136**  
resolutions



All the meetings were quorate and held in line with the procedures so that binding resolutions could be taken; the attendance rate during the meetings was high. Attendance of the Supervisory Board Members in 2025 has been shown in the table below.



**Table 9:** Attendance of ING Bank Śląski S.A. Supervisory Board Members in 2025.

2025 Attendance	
Meeting attendance / Number of meetings during the term of office	
Monika Marcinkowska	21/21
Małgorzata Kołakowska	21/21
Michał Szczurek	21/21
Dorota Dobija	21/21
Arkadiusz Krasowski	21/21
Hans De Munck	18/21
Serge Offers	21/21
Board Members holding functions in the reporting period	
Stephen Creese Board Member until 31 August 2025	13/13
Aneta Hryckiewicz-Gontarczyk Board Member until 24 September 2025	13/13

In addition to regular meetings, the Members of the Supervisory Board stayed in regular and direct contact with the Bank Management Board and took an active part in all the material matters concerning the Bank business. The Chair of the Supervisory Board met regularly with Bank Management Board Members and representatives of key areas of the Bank. The Chair of the Audit Committee held regular meetings with the Bank CFO to discuss the Bank's financial statements prior to their publication as well as regular meetings with the Chief Audit Executive and regular meetings with the Centre of Expertise Lead III – Compliance, to discuss the aspects typical for the internal audit and compliance risk management functions. The Chair of the Risk Committee held regular meetings with the managers of individual risk areas; the former Chair and the present Chair of the Remuneration and Nomination Committee also held regular meetings with the management of the Centre of Expertise – HR.

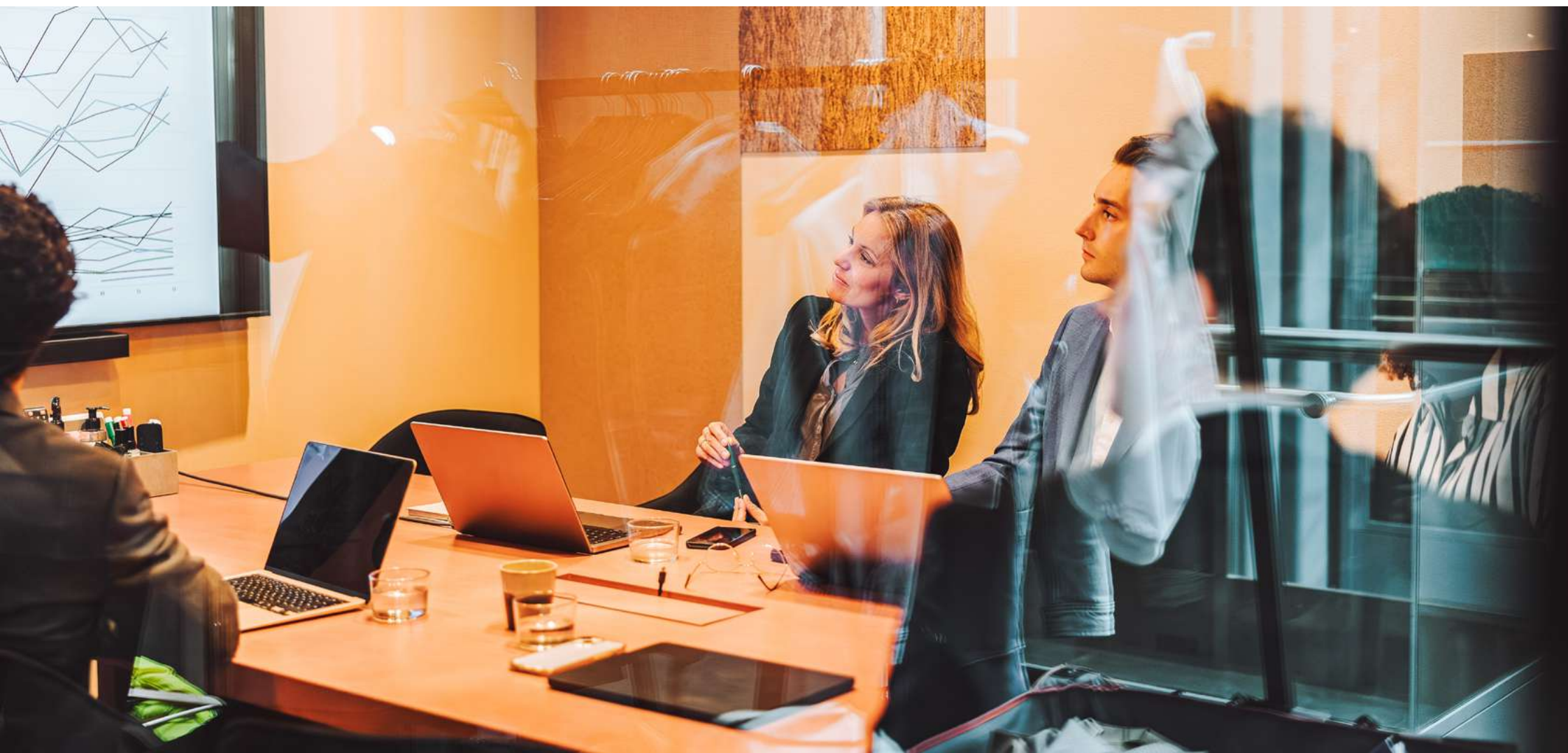
Additionally, Members of the Supervisory Board attended internal training sessions held by the Bank. Workshop sessions were held regularly, in line with the training plan adopted by the Supervisory Board; the attendance rate was very high. Workshops addressed the management accounting and IT area topics amongst other things.. As per the *Guidelines on the management of environmental, social and governance (ESG) risks*, the Board Members also took part in the training session addressing material aspects of ESG and Sustainability (such as taxonomy, reporting, reputational risk).



# Agenda of the Supervisory Board Meetings

In 2025, the Supervisory Board exercised ongoing oversight over the Company operations and kept watch over the Company adherence to the relevant regulations, including: in the area of accounting, finance and reporting of public companies. The works of the Supervisory Board proceeded smoothly, with all Members taking an active part in them.

During the meetings, the Supervisory Board reviewed the matters required under the CCPC as well as the matters relating to the day-to-day operations of the Company.



In the course of works in Q1 2025, the Supervisory Board developed and submitted to the GM the Supervisory Board Report for 2024. The Report covered the following topics:

- the summary of the operations of the Supervisory Board and its committees in the financial year along with information on the composition of the Board and its Committees,
- Results of the evaluation of the financial statements and the Management Board's reports on the operations of the Bank and its Group in 2024, including the Statement on the application of corporate governance rules and the Sustainability Statement as well as the Management Board's motion regarding profit distribution,
- Evaluation of the Bank's standing on a consolidated basis, including the assessment of adequacy and effectiveness of the internal control system, risk management system, compliance and the internal audit function,
- Assessment of the Bank's application of the principles of corporate governance and of the Bank's compliance with disclosure duties as to their application, as laid down in the Warsaw Stock Exchange Rules and regulations on current and interim information provided by securities issuers,
- Assessment of the rationality of ING Bank Śląski S.A. expenditure in connection with the policy concerning charitable and social initiatives,
- Update on the implementation status of the diversity policy for the Management Board and Supervisory Board.



The Supervisory Board developed and submitted to the GM the Report on the evaluation of the payroll policy at ING Bank Śląski S.A. in 2024.

In 2025, the Supervisory Board reviewed and gave a positive opinion on the draft resolutions submitted to the GM, convened on 29 April 2025.

In 2025, the Supervisory Board focused on the changes on the Management Board of ING Bank Śląski S.A. throughout the year. Due to the end of the term of office of the Management Board, and having regard to the resolution taken on 3 September 2024 on the appointment of Mr Michał Bolesławski to the position of the CEO of ING Bank Śląski S.A. as of the date of the General Meeting approving the 2024 financial statements and consent of the Polish Financial Supervision Authority Inspection received on 20 December 2024 to appointing Mr Michał Bolesławski to the position of the President of the Bank Management Board, based on the positive recommendations of the Committee for individual candidates for Bank Management Board Members, on 29 April 2025 the Supervisory Board appointed the Bank Management Board for the new term of office. Thus, the Board appointed to the Management Board: Mr Marcin Kościński in charge of the Business Clients Division, Ms Ewa Łuniewska in charge of the Private Banking Clients and Investment Division and Mr Maciej Ogórkiewicz in charge of the CIO Division. Further, the Supervisory Board made other changes to the Management Board composition, always having regard to positive assessments and recommendations of the Committee in that respect. Following resignation tendered by Ms Ewa Łuniewska on 12 December 2025 from capacity of Bank Management Board Member with effect from 31 December 2025, on 12 December 2025, based on the opinion of the Bank CEO and on the Committee recommendation issued following the suitability assessment made, the Supervisory Board appointed Mr Wojciech Sieńczyk to the position of Vice-President of the ING Bank Śląski S.A. Management Board in charge of the Private Banking Clients and Investment Division with effect from 1 January 2026.

Additionally, after the reporting date, following resignation tendered by Mr Michał H. Mrozek on 8 January 2026 from capacity of Bank Management Board Member with effect from end of that day, on 8 January 2026, based on the opinion of the Bank CEO and on the Remuneration and Nomination Committee recommendation issued following the suitability assessment



made, the Supervisory Board appointed Ms Agnieszka Wolska to the position of Vice-President of the ING Bank Śląski S.A. Management Board with effect from 1 January 2026. The same day, based on the opinion of the Bank CEO and on the Remuneration and Nomination Committee recommendation issued following the suitability assessment made, the Supervisory Board entrusted Mr Marcin Kościński with temporary supervision over the Wholesale Banking Division in the period from 9 January 2026 by the time the function has been assumed by the newly appointed Bank Management Board Member, i.e. to 31 March 2026.

The topics which the Supervisory Board covered in 2025, including those reviewed, analysed, discussed and decided upon, have been enumerated below. They were also discussed by the Supervisory Board Committees (within their remit). The Committees gave their recommendations and opinions for the Supervisory Board.



## 1. Strategy and Finance, including:

- approval of the *Bank Strategy for 2025–2027* along with the bank wide Risk Appetite and continuous oversight of the implementation of the approved financial plan,
- approval of the ING Bank Śląski Group Strategy S.A. “ING. In the Beat of Life”,
- approval of the 2025 Annual Report (separate and consolidated), including: Annual Consolidated Financial Statements of ING Bank Śląski S.A. Group for the period started 1 January 2024 and ended 31 December 2024, Annual Financial Statements of ING Bank Śląski S.A. for the period started 1 January 2024 and ended 31 December 2024,
- The Management Board Report on Operations of ING Bank Śląski S.A. Group in 2024 covering the Report on Operations of ING Bank Śląski S.A., including the Statement on the application of corporate governance rules and the Sustainability Statement, including auditor reports,
- assessment of the Bank Management Board motion regarding distribution of profit earned by the Bank in 2024,
- approval of amendments to the *Capital Management Policy at ING Bank Śląski S.A.*,
- approval of the 2024 ING Bank Śląski S.A. ICAAP Report,
- opinion on the Bank Management Board's declaration on the application by the Bank of the Polish Financial Supervision Authority's recommendation on mitigating the inherent risk of Bank's operations,

- approval of the updated *Recovery Plan for ING Bank Śląski S.A. Group*,
  - regular update of the Bank Management Board on related-party agreements,
  - regular update of the Bank Management Board on the operations of the ING Bank Śląski S.A. Brokerage Office,
  - annual update on capital investments as required by the *ING Bank Śląski S.A. Equity Investment and Corporate Governance Policy*,
  - annual report on the supervision system in custody operations, and
  - annual report on compliance of the Bank's activities with the laws regulating the performance of activities referred to in Article 70(2) of the Financial Instruments Trading Act for the year 2024.
- ## 2. Cooperation with the external auditor:
- approval of amendments to the *Policy on selection of the auditing firm to audit the financial statements, assessment of its independence and provision of other permitted services at ING Bank Śląski S.A.*,
  - selection of the entity authorised to perform attestation services for the sustainability reporting for ING Bank Śląski S.A. Group for 2025,
  - selection of the entity authorised to audit financial statements and to perform attestation services for the sustainability reporting for ING Bank Śląski S.A. Group for 2026-2027,



### 3. Internal audit at the Bank, including:

- noting the reports on the status of the 2025 audit plan delivery and the status and changes in due dates of audit issue closure,
- approval of the Report on 2024 Audit Strategy Memorandum delivery including internal control system and risk management system assessment,
- noting the Report on the results of quality assurance and improvement process within Internal Audit Department function for 2024,
- approval of the Report on the audit of the principles of remunerating the persons holding managerial positions having material impact on the risk profile of ("Identified Staff") at ING Bank Śląski S.A.,
- approval of the update of the Audit Strategy Memorandum (ASM) including long-term planning for the years 2025–2029 and the 2025 Audit Plan,
- approval of amendments to the *Policy – Internal Audit Charter of ING Bank Śląski S.A.*,
- noting the reports on the status of the 2025 audit plan delivery and the status and changes in due dates of audit issue closure,
- approval of the Report on the review of the headcount level and structure, job description and remuneration for the Internal Audit Department,
- approval of the update of the Audit Strategy Memorandum (ASM) including long-term planning for the years 2026–2030 and the 2026 Audit Plan.

### 4. Compliance at the Bank, including:

- approval of the Annual Plan of Tasks of the Centre of Expertise – Compliance for 2025,
- approval of the assessment of compliance with rules, procedures and ethical standards at the Bank in 2024,
- assessment of the adequacy and effectiveness of the system for anonymous reporting of violations of law, internal regulations and ethical standards in ING Bank Śląski S.A. from November 2024 to October 2025,
- assessment of adequacy and effectiveness of corporate governance at ING Bank Śląski S.A. for 2024,
- approval of updated internal compliance regulations,
- approval of the Report on the review of the headcount level and structure, job description and remuneration for the Centre of Expertise – Compliance,
- update on the implementation of the Annual Compliance Plan - periodic reports of the Centre of Expertise – Compliance and annual report for 2024.



5. Monitoring the efficiency of the risk management system at the Bank, including non-financial risk and compliance risk, including:
- approval of the bank wide Risk Appetite as part of ING Bank Śląski S.A. Strategy for 2025-2027 approval,
  - approval of the high-level RAS parameters for 2025,
  - approval of the ING Bank Śląski S.A. ILAAP Review Report for 2024,
  - approval of amendments to the *Policy – Internal Control System at ING Bank Śląski S.A.*,
  - approval of Report on the operation of the risk management system in 2024 as well as final assessment of the risk management system adequacy and effectiveness in 2024,
  - approval of amendments to the *Policy – Enterprise Risk Management in ING Bank Śląski S.A.*,
  - consent to conclusion of significant agreements by the Bank,
  - approval of amendments to the *ING Bank Śląski S.A. Operational Risk Management Policy*,
  - periodic risk management report of the Bank,

- regular updates from the compliance risk area at the Bank, including from the personal management, anti-money laundering and terrorism financing and sanction violation areas,
- approval of amendments to the *Policy on duties of the statutory bodies of ING Bank Śląski S.A. in the area of anti-money laundering and terrorist financing*,
- approval of the Anti-Money Laundering Reporting Officer's (AMLRO) Activity Report for 2024,
- periodic update on Bank's activities for FX-indexed mortgage loans,
- periodic update on the status of open recommendations at the Bank.





6. Monitoring and supervising the HR and payroll area at the Bank, including:

- suitability assessment for the ING Bank Śląski S.A. Management Board - primary assessment for candidates for the Management Board Members following appointment of the Bank Management Board for the new term of office and collective assessment of the Management Board, as well as primary assessment of candidates for the Management Board Members and collective assessment of the Management Board due to changes on the Management Board throughout the year,
- secondary assessment of the Management Board Members due to entrustment of additional functions to the Bank Management Board Members and consent to Bank Management Board Members sitting on the corporate bodies of non-ING Group entities,
- approval of amendments to the *Policy of Disclosing Qualitative and Quantitative Information on Capital Adequacy and Variable Components of Remuneration of ING Bank Śląski S.A.*,
- assessment of the 2024 performance of the Members of the Bank Management Board, as well as determining and updating KPIs for 2025, both for the Bank Management Board Members of the former and present term of office,
- approval of amendments to the *ING Bank Śląski S.A. Group Remuneration Policy*,
- approval of amendments to the *Variable Remuneration Policy of Identified Staff of ING Bank Śląski S.A.*,
- approval of amendments to the *Executive Remuneration Bylaw for Members of the Management Board of ING Bank Śląski S.A.*,
- update of the *List of qualitative and quantitative criteria and the additional criteria for qualifying Staff Members to be included in the ING Bank Śląski S.A. List of Identified Staff for 2026*,
- approval of the Internal Audit Department's Report on the audit of the process of remunerating the persons holding managerial positions having material impact on the risk profile of ("Identified Staff") at the Bank,
- approval of the Report regarding the implementation of the pay policy in relation to the internal audit employees and the Chief Audit Executive,
- approval of the Report regarding the implementation of the pay policy in relation to the employees and Lead III of the Centre of Expertise – Compliance,
- approval of the remuneration packages of people holding control functions at the Bank,
- update regarding pay policy at the Bank,
- approval of Succession plans for the Management Board and key function holders at ING Bank Śląski S.A.



7. Implementation of the recommendations issued by the regulators:

- periodic Report on the implementation of post-inspection recommendations,
- update on the DORA implementation status,
- update on the status of Bank's alignment with the requirements of the Polish Accessibility Act transposing into the Polish law the European Union Accessibility Act.

8. Bank governance area:

- approval of amendments to the Bylaws of the Supervisory Board and Board Committees,
- approval of amendments to the *ING Bank Śląski S.A. Management Board Bylaw*,
- approval of the amendments to the *ING Bank Śląski S.A. Organisational Bylaw* and periodic amendments to Enclosure No. 2 therewith – *Segregation of responsibilities of ING Bank Śląski S.A. Management Board Members*,
- approval of the 2026 Outline Work Plan of the Supervisory Board,
- annual Management Board's update on the main changes within the Bank's organisational framework,
- annual update on satisfaction of disclosure duties by the Bank, and
- periodic update – list of Bank Management Board Resolutions,
- yearly data quality report.

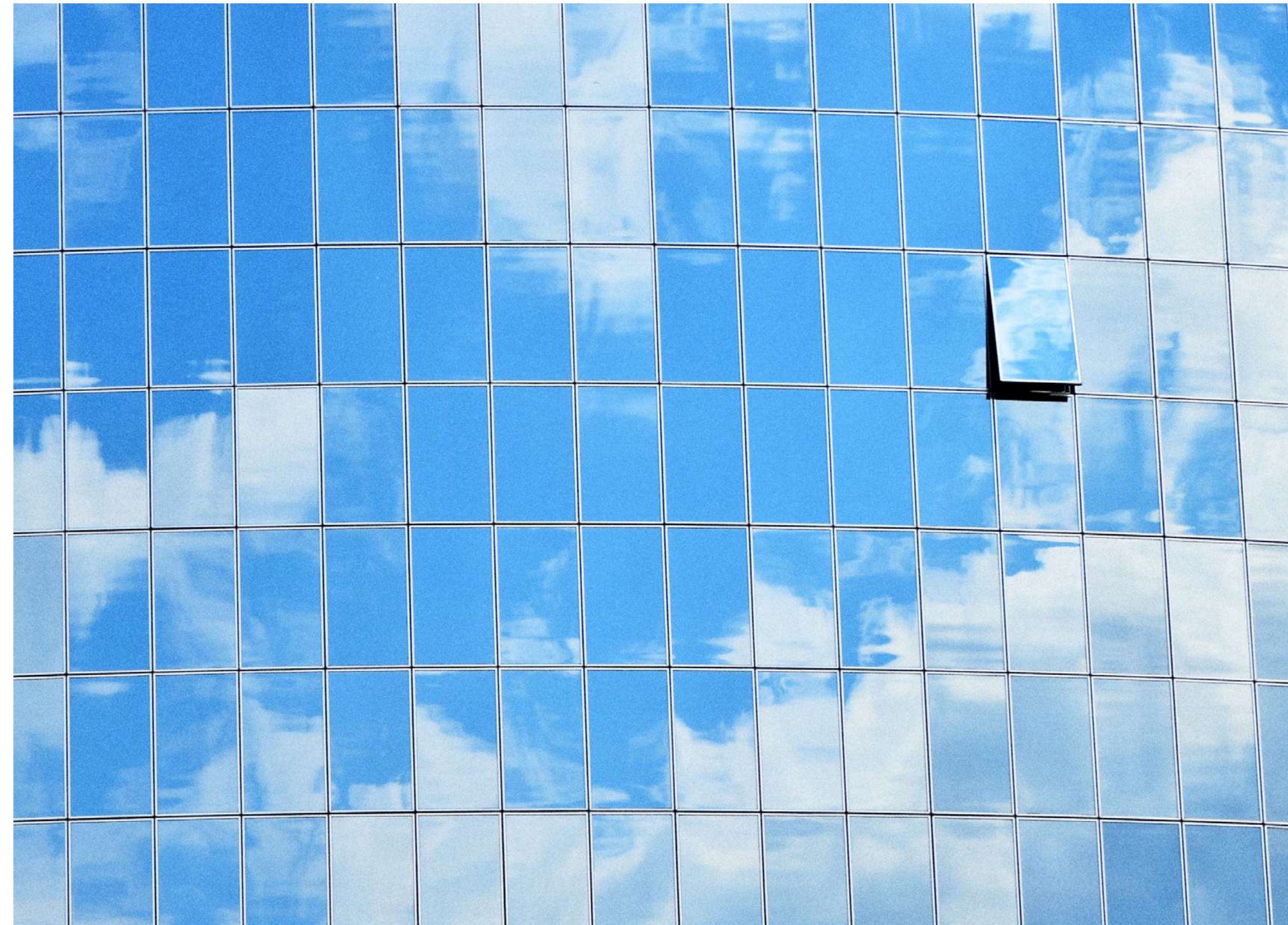


# Assessment of performance of disclosure duties by the Management Board towards the Supervisory Board

The Supervisory Board regularly received from the Bank Management Board the items of information as referred to in Article 380<sup>1</sup> of the CCPC, including extensive reports regarding the current standing of the Bank, its functioning, action plans and progress in the delivery of preset business goals as well as any material developments and circumstances that may have an impact on its functioning and material situation. The reporting packs also covered the Bank Management Board's updates on subsidiaries and related companies.

Taking into account the foregoing, the Supervisory Board assess that the Bank Management Board was discharging properly the duties under Article 380<sup>1</sup> of the CCPC.

Thanks to the elaborate updates and reports relayed by the Bank Management Board, the Supervisory Board did not have to exercise the right to request additional information, documents, reports or clarifications under Article 382 §4 of the CCPC.





# Total fee due from the company for all the examinations commissioned by the Supervisory Board in the course of the accounting year under Article 382<sup>1</sup> of the CCPC

In 2025, the Supervisory Board did not exercise the right to have a certain case connected with company business or property examined or to have certain analyses or opinions developed by a selected advisor (advisor to the supervisory board) at the cost of the company, under Article 382<sup>1</sup> of the CCPC.





# Self-Assessment of Adequacy of Internal Regulations

## concerning Operations of the Supervisory Board

The ING Bank Śląski S.A. Supervisory Board operates on the basis of the following internal regulations in particular:

- *Charter of ING Bank Śląski S.A.,*
- *ING Bank Śląski S.A. Supervisory Board Bylaw,*
- *ING Bank Śląski S.A. Supervisory Board Audit Committee Bylaw,*
- *ING Bank Śląski S.A. Supervisory Board Remuneration and Nomination Committee Bylaw,*
- *ING Bank Śląski S.A. Supervisory Board Risk Committee Bylaw.*

The regulations are available on the ING Bank Śląski S.A.'s website: [Legal acts | ING Bank Śląski](#).

The above-referred regulations are regularly reviewed, at least once a year. During the reviews, they are analysed for the need to make amendments thereto, notably in order to adapt their provisions to the changes in the regulatory landscape of the Bank or facilitate the operations of the Supervisory Board.

Draft amendments to the Bank Charter are submitted by the Management Board to the GM, upon earlier opinion of the Supervisory Board.

The 2025 amendments to the Charter included but were not limited to inclusion of the Supervisory Board powers to select the entity authorised to perform attestation services for the sustainability reporting and advising on the termination of contract with the said entity, by analogy to the entity authorised to audit the financial statements.

The Supervisory Board Bylaw and the bylaws of its committees were also reviewed and updated in 2025. Separate update on amendments to the Supervisory Board Bylaw is presented to the General Meeting in line with recommendation 9 of Polish Financial Supervision Authority Recommendation Z on the internal governance principles at banks.

Having regard to the above, based on the reviews of regulations and considering the amendments made thereto, the Supervisory Board assess that the internal regulations concerning the operation of the Board are adequate and enable proper, efficient and effective operations of the Board.



# Self-assessment of the Supervisory Board's Work in 2025

In 2025, the Supervisory Board assisted and advised the Bank Management Board on all the matters pertaining to the Bank and its business. The Supervisory Board monitored the implementation of the Bank's strategy on an ongoing basis.

The Supervisory Board confirm that they exercised regular and ongoing supervision over the Bank's business throughout 2025 in accordance with their powers and the legal requirements concerning joint-stock companies. The Supervisory Board are well prepared to exercise all the statutory and Charter-defined rights and duties and perform their tasks properly, ensuring adequate supervision over the Bank in all material aspects of its operations. The Supervisory Board warranted adequate level of collective performance of supervision duties in respect of all the business areas of the Bank. All Members of the Supervisory Board exercised their duties with due care, while leveraging on their knowledge and experience in terms of supervising a joint-stock company. Considering the array of areas covered by the Supervisory Board and all the activities performed, the Supervisory Board are convinced that their operations in 2025 can be deemed efficient, effective and in keeping with the best market standards.

Members of the Supervisory Board performed their responsibilities with integrity and in a reliable manner. All meetings were held with a high attendance rate. Supervisory Board Members were able to devote sufficient time to performing their duties. Acting in the company's interest, Supervisory Board Members applied their independent opinions and judgements in their actions. In that manner, the Supervisory Board were able to assess and verify the way of taking and implementing decisions connected with day-to-day management of the Bank in an effective manner.





# Report of the Supervisory Board Committees on Their Operations in 2025

In order to ensure support for the Supervisory Board in exercising their powers, the Supervisory Board established three committees: the Audit Committee, the Remuneration and Nomination Committee and the Risk Committee. The Committees perform consulting and advisory functions by preparing recommendations for the Supervisory Board; the Committee Chairs give detailed reports from the Committee work during the Supervisory Board meetings.

Committee compositions are presented below.

Table 10: Composition of Supervisory Board Committees as at 31 December 2025.

Audit Committee	Remuneration and Nomination Committee	Risk Committee
<p><b>Arkadiusz Krasowski – Chair</b></p> <p>Dorota Dobija Monika Marcinkowska Hans De Munck Serge Offers</p>	<p><b>Monika Marcinkowska – Chair</b></p> <p>Dorota Dobija Małgorzata Kołakowska</p>	<p><b>Dorota Dobija – Chair</b></p> <p>Małgorzata Kołakowska Arkadiusz Krasowski Monika Marcinkowska Michał Szczurek</p>



# Audit Committee

The Audit Committee perform consulting and advisory functions for the Supervisory Board, and also deliver on other tasks under the law, instructions and recommendations of the regulator. The Audit Committee support the Supervisory Board with regard to monitoring the financial reporting process as well as monitoring and supervising the internal- and external audit and the management system at the Bank and its subsidiaries.

## Composition of the Audit Committee and changes on the Committee during the financial year

In 2025, the composition of the Audit Committee remained unchanged.

As at 31 December 2025, the Audit Committee worked in the following composition:

**Mr Arkadiusz Krasowski**  
Committee Chair (independent member)

**Ms Dorota Dobija**  
Committee Member (independent member)

**Ms Monika Marcinkowska**  
Committee Member (independent member)

**Mr Hans De Munck**  
Committee Member

**Mr Serge Offers**  
Committee Member

As required under the *Statutory Auditors Act* of 11 May 2017, the majority of the Committee Members, the Committee Chair included, satisfy the independence criteria. Mr Arkadiusz Krasowski is a statutory auditor and ACCA Member. He also holds CRISC and CISA certificates. Ms Monika Marcinkowska and Ms Dorota Dobija demonstrate know-how and expertise in accounting or financial auditing, as further substantiated with the professor title. Mr Hans De Munck and Mr Serge Offers acquired the competence through professional career. Mr Serge Offers also graduated from accountancy and control faculty.





### 2025 Audit Committee Statistics

The Audit Committee supported the Supervisory Board in their tasks mainly during the meetings by passing relevant recommendations and issuing relevant opinions. During the meetings, the Audit Committee Members are joined by Members of the Bank Management Board, the Heads of Internal Audit Department and the Centre of Expertise Lead III – Compliance, the Centre of Expertise Accounting Policy and Financial Reporting – Chief Accountant, the Operational Risk Management Department Director, and also representatives of the external auditor.

Between 1 January and 31 December 2025, the Audit Committee held five meetings. The Committee also issued recommendations and decisions by way of circulation (four cases). The meetings were held at the following dates: 21 February, 6 March, 11 June, 25 September and 22 November, and by way of circulation on: 20 February, 12 June, 14 October and 17 November.

In line with the requirements of the *Good practices for public interest entities concerning the rules of establishment, composition and functioning of the Audit Committee* issued by the Polish Financial Supervision Authority Office dated 24 December 2019 and the *Audit Committee Bylaw*, on 6 March 2025 the Audit Committee held separate closed meetings with the CFO and representatives of the internal and external audit.

The Audit Committee issued 26 recommendations for the Supervisory Board in total (including 3 by way of circulation) as well as 4 decisions (including 1 by way of circulation).

All the meetings were quorate and held in line with the procedures so that binding recommendations could be issued; the attendance rate during the meetings was high. Attendance of the Audit Committee Members in 2025 has been shown in the table below.

**Table 11:** Attendance of Audit Committee Members in 2025.

2025 Attendance	
Meeting attendance / Number of meetings during the term of office	
Arkadiusz Krasowski Committee Chair	9/9
Dorota Dobija Committee Member	9/9
Monika Marcinkowska Committee Member	9/9
Hans De Munck Committee Member	7/9
Serge Offers Committee Member	9/9





## Agenda of the Audit Committee Meetings

In 2025, the Audit Committee focused on the following areas in particular:

- monitoring of the adequacy and effectiveness of the internal control system and risk management system, including compliance risk,
- supervision of the Bank's relationship with the entity auditing the financial statements of the Bank, including consent to provision by that entity of the additional assurance service for the Bank, and analysis of the work performed by the entity authorised to audit the financial statements and audit results as well as Bank Management Letter assumptions,
- assessment of the annual financial statements of ING Bank Śląski S.A. and the ING Bank Śląski S.A. Group, including information on sustainability reporting and its attestation,
- running the process of selecting the auditing firm to audit the financial statements and provide attestation services for Bank sustainability reporting for the years 2026-2027,
- analysis of the information and materials provided from time to time by the external auditor and presentations of the external auditor delivered for the Audit Committee Members directly at Committee meetings,

- regular analysis of periodical reports from the Chief Audit Executive on the status of the annual audit plan 2025 delivery and the status and changes in due dates of audit issue closure, and

- monitoring of compliance area works, AML area in particular.

Other areas of the Audit Committee works in 2025 included but were not limited to:

- monitoring of the Bank's relationship with related entities, including analysis of a periodic update on agreements with related entities,
- supervision of compliance area at the Bank, including development and submission to the Supervisory Board of recommendations on amendments to the *Bylaw of the Centre of Expertise – Compliance and Policy on duties of the statutory bodies of ING Bank Śląski S.A. in the area of anti-money laundering and terrorist financing*,
- regular analysis of periodic quarterly compliance risk reports,
- analysis of a list of critical- and high-risk recommendations,
- analysis of information on financial and regulatory reporting and control environment for reporting.



Furthermore, throughout 2025, the Audit Committee regularly focused on the topics enlisted in the *Good practices for public interest entities concerning the rules of establishment, composition and functioning of the Audit Committee*, published on 24 December 2019 by the Polish Financial Supervision Authority Office, while taking into account their provisions concerning:

- monitoring of the financial reporting process,
- monitoring of effectiveness of internal control systems, internal audit as well as risk management,
- monitoring of financial revision,
- as well as control and monitoring of independence of the statutory auditor and the auditing firm, notably, when the auditing firm provides the public interest entity with non-audit services.

The Audit Committee Members regularly received reports from audits carried out by the Internal Audit Department and progress reports on the audit plan delivery for 2025. The Audit Committee Members also received status reports from the external auditor. As part of their work, the Audit Committee concluded that both the Internal Audit Department and the external auditor were able to perform their tasks in an independent and impartial manner. Therefore, the Audit Committee confirm that they do not have any reservations about the independent audit process at the Bank.

The Audit Committee – based on the information and documents provided by the Bank Management Board as well as analyses during the sessions – made assessment of risk of the processes and areas under monitoring. The Audit Committee's assessment did not differ from that of the Bank Management Board. No areas were identified for which the activities taken by the Bank Management Board would be inadequate to the situation of the Bank, market requirements or regulatory recommendations. The banking areas of particular focus of the Committee comprised: compliance, cooperation with the statutory auditor, anti-fraud, Know Your Customer, model risk, IT and outsourcing.





# Remuneration and Nomination Committee

The Remuneration and Nomination Committee support the Supervisory Board with regard to the monitoring and supervision of the HR and payroll area, including, in particular, changes on the Bank Management Board, succession plans for the Management Board Members and key function holders, employee-turnover processes, employee satisfaction surveys as well as the remunerating and rewarding policy.

In line with *EBA Guidelines on sound remuneration policies under Directive 2013/36/EU*, the majority of the Remuneration and Nomination Committee Members, including the Committee Chair, are independent members.

## Composition of the Remuneration and Nomination Committee and changes on the Committee during the financial year.

2025 saw the following changes on the Remuneration and Nomination Committee:

As stated above, on 24 September 2025, Ms Aneta Hryckiewicz-Gontarczyk tendered her resignation from the capacity as the Supervisory Board Member, effective as of 24 September 2025. The resignation also affected the composition of the Remuneration and Nomination Committee. Having regard to the above, on 25 September 2025, at the additional meeting, the Supervisory Board changed the composition of the Remuneration and Nomination Committee.

Therefore, as of 25 September 2025 the Remuneration and Nomination Committee composition was as follows: Ms Monika Marcinkowska, Committee Chair, and Mmes Dorota Dobija and Małgorzata Kołakowska, Committee Members. Mmes Monika Marcinkowska and Dorota Dobija have the status of an Independent Member of the Supervisory Board,

At the same time, the Supervisory Board resolved to commission an individual suitability assessment of Ms Monika Marcinkowska on account of holding the role of the Chair of the Remuneration and Nomination Committee and a collective suitability assessment of the Remuneration and Nomination Committee. Next, on 21 November 2025 having reviewed the documents from the additional individual suitability assessment made by PwC, the Committee attested satisfaction of suitability criteria applicable to the Chair of the Supervisory Board Remuneration and Nomination Committee by Ms Monika Marcinkowska and satisfaction by the Committee of the criteria applicable to the Committee, including the criterion of independence of a sufficient number of members, including independence of the Committee Chair, and recommended that the Supervisory Board adopt the above assessments. Following the positive recommendations of the Committee, on 21 November 2025 the Supervisory Board adopted both assessments.

Therefore, as at 31 December 2025, the Remuneration and Nomination Committee worked in the following composition:

**Ms Monika Marcinkowska**  
Committee Chair (independent member)

**Ms Dorota Dobija**  
Committee Member (independent member)

**Ms Małgorzata Kołakowska**  
Committee Member

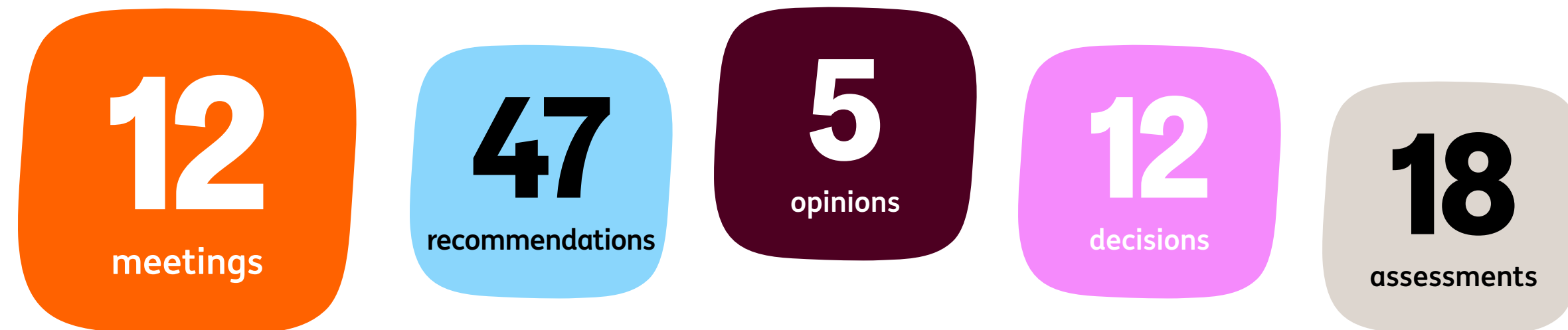


### 2025 Remuneration and Nomination Committee Statistics

The Remuneration and Nomination Committee supported the Supervisory Board in their tasks primarily during the meetings by passing relevant recommendations and issuing relevant opinions. In keeping with the authorisation, the Remuneration and Nomination Committee also made decisions in the course of their work. The CEO, the Centre of Expertise Lead III – Bank Executive Director for HR and the Area Lead II – Performance & Reward attend the Remuneration and Nomination Committee meetings on a regular basis.

Between 1 January to 31 December 2025, the Remuneration and Nomination Committee held nine meetings. The Remuneration and Nomination Committee also issued one opinion, one recommendation and two decisions by way of circulation. The meetings of the Remuneration and Nomination Committee were held at the following dates: 20 February, 7 March, 27 March, 29 April, 11 June, 26 September, 6 October, 21 November and 12 December, by way of circulation on 13 March, 27 June and 14 July.

The Committee issued 47 recommendations, 5 opinions, 12 decisions and 18 assessments (including 1 opinion, 1 recommendation and 2 decisions by way of circulation) in total.



All the meetings were quorate and held in line with the procedures so that binding recommendations could be issued; the attendance rate during the meetings was high. Attendance of the Remuneration and Nomination Committee Members in 2025 has been shown in the table below.

**Table 12:** Attendance of Remuneration and Nomination Committee Members in 2025.

2025 Attendance	
Meeting attendance / Number of meetings during the term of office	
Monika Marcinkowska Committee Chair	12/12
Dorota Dobija Committee Member	12/12
Małgorzata Kołakowska Committee Member	12/12
Committee Members holding functions in the reporting period	
Aneta Hryckiewicz-Gontarczyk Committee Chair until 24 September 2025	8/8
Michał Szczurek Committee Member until 24 September 2025	8/8



## Agenda of the Remuneration and Nomination Committee Meetings

In 2025, the Committee focused on the following areas in particular:

- active supervision of the process of suitability assessment for the Members of the Supervisory Board, Bank Management Board and key function holders at the Bank,
  - » periodic annual suitability assessment of the Bank Supervisory Board and Management Board,
  - » suitability assessment of candidates for Members of the Bank Management Board in conjunction with the new term of office,
  - » suitability assessment of Supervisory Board Members in conjunction with assuming new functions on the Risk Committee and Remuneration and Nomination Committee,
  - » collective suitability assessment of the Risk Committee, Remuneration and Nomination Committee and Supervisory Board as needed,
  - » suitability assessment of Management Board Members due to entrusting them with a new role and Supervisory Board Members following a change in engagement,
- monitoring of adequacy and effectiveness of the Bank's policy in the HR area, including development and submission to the Supervisory Board of recommendations on changes to the *List of qualitative and quantitative criteria and the additional criteria for qualifying Staff Members to be included in the ING Bank Śląski S.A. List of Identified Staff for 2024 and 2025*,
- succession review for the positions of the Management Board Members,
- monitoring of adequacy and effectiveness of the Bank's policy in the payroll area,

including development and submission to the Supervisory Board of recommendations on the following documents:

- » *Variable Remuneration Policy of Identified Staff of ING Bank Śląski S.A.*,
- » *ING Bank Śląski S.A. Group Remuneration Policy*,
- » *Executive Remuneration Bylaw for Members of the Management Board of ING Bank Śląski S.A.*,
- » *Policy of Disclosing Qualitative and Quantitative Information on Capital Adequacy and Variable Components of Remuneration of ING Bank Śląski S.A.*,
- analysis of the pay policy/practice assumptions in 2024 and 2025, including determination of the level of the adjusting multiplier applicable to the 2024 and 2025 annual bonus for Bank employees,
- assessment of the 2024 performance of the Bank Management Board Members, as well as revision of 2025 KPIs for the Bank Management Board Members of the former and present term of office,
- development and submission to the Supervisory Board of recommendations on the Report regarding the implementation of the pay policy in relation to the internal audit employees and the Chief Audit Executive,
- development and submission to the Supervisory Board of recommendations on the Report regarding the implementation of the pay policy in relation to the employees and Lead III of the Centre of Expertise – Compliance,
- analysis of proposals of remuneration packages of people holding control functions at the Bank, submitted by the Bank Management Board.



In 2025, the Remuneration and Nomination Committee focused on the appointment process for the Bank Management Board in particular.

As stated above, due to the end of the term of office of the Management Board, and having regard to the resolution taken on 3 September 2024 on the appointment of Mr Michał Bolesławski to the position of the CEO of ING Bank Śląski S.A. as of the date of the General Meeting approving the 2024 financial statements and consent of the Polish Financial Supervision Authority Inspection received on 20 December 2024 to appointing Mr Michał Bolesławski to the position of the Bank CEO, having reviewed the documents from the suitability assessment conducted for the CEO and Bank Management Board Members by a third party, PWC, on 29 April 2025, the Remuneration and Nomination Committee attested satisfaction of the suitability criteria applicable to the aforesaid functions and recommended that the Supervisory Board adopt the said assessments by resolution. Therefore, the Committee attested satisfaction of suitability criteria by candidates for Bank Management Board Members: Mr Marcin Kościński, Ms Ewa Łuniewska and Mr Maciej Ogórkiewicz.

Next, considering the changes planned to the Management Board composition in the course of the year and following resignation tendered by Ms Ewa Łuniewska on 12 December 2025 from capacity of Bank Management Board Member with effect from 31 December 2025, having reviewed the documents from the suitability assessment conducted for the candidate for Bank Management Board Member by a third party, PWC, on 12 December 2025, the Committee attested satisfaction of the suitability criteria applicable to the position of the Vice-President of the Management Board of ING Bank Śląski S.A. in charge of the Private Banking Clients and Investment Division with effect from 1 January 2026 by the candidate for the Management Board Member and recommended that the Supervisory Board adopt the assessment of Mr Wojciech Sieńczyk in respect to the said position.

Additionally, after the reporting date, following resignation tendered by Mr Michał H. Mrożek on 8 January 2026 from capacity of Bank Management Board Member with effect from end of that day, on 8 January 2026, the Remuneration and Nomination Committee attested satisfaction of the suitability criteria applicable to the position of the Vice-President of the Management Board of ING Bank Śląski S.A. in charge of the Wholesale Banking Division with effect from 1 April 2026 by the candidate and recommended that the Supervisory Board adopt the assessment of Ms Agnieszka Wolska in respect to the said position.

Other areas of the Remuneration and Nomination Committee works in 2025 included but were not limited to:

- analysis of the implementation of the diversity policy for the Management Board and Supervisory Board by the Bank in 2025,
- setting of the gender target value in the ING Bank Śląski S.A. Management Board and Supervisory Board,
- Remuneration report for the ING Bank Śląski S.A. Supervisory Board and Management Board Members for 2024,
- report from the audit of the remuneration process for Identified Staff in ING Bank Śląski S.A., and
- update on the incentive programme for Identified Staff of ING Bank Śląski S.A.,
- update on development activities for Bank employees.



# Risk Committee

The Risk Committee is tasked with supporting the Supervisory Board in the oversight of the risk management strategy implementation across the Bank.

## Composition of the Risk Committee and changes on the Committee during the financial year

2025 saw the following changes on the Risk Committee:

As stated above, on 27 June 2025, Mr Stephen Creese tendered his resignation from the capacity as the Supervisory Board Member, effective as of 31 August 2025. The reason for the resignation was his plans to leave ING Group. On 24 September 2025, Ms Aneta Hryckiewicz-Gontarczyk tendered her resignation from the capacity as the Supervisory Board Member, effective as of 24 September 2025. The reason for resignation were personal reasons. Both resignations affected the composition of the Risk Committee. Having regard to the above, on 25 September 2025, at the additional meeting, the Supervisory Board changed the composition of the Risk Committee.

Therefore, as of 26 September 2025 the Risk Committee composition was as follows: Ms Dorota Dobija, Committee Chair, Ms Małgorzata Kołakowska, Mr Arkadiusz Krasowski, Ms Monika Marcinkowska and Mr Michał Szczurek, Committee Members. Ms Monika Marcinkowska and Dorota Dobija and Mr Arkadiusz Krasowski have the status of an Independent Member of the Supervisory Board.

At the same time, the Supervisory Board resolved to commission an individual suitability assessment of Mr Michał Szczurek on account of holding the role of a new Risk Committee Member and a collective suitability assessment of the Risk Committee. Next, on 21 November 2025 having reviewed the documents from the additional individual suitability assessment

made by PwC, the Remuneration and Nomination Committee attested satisfaction of suitability criteria applicable to the Member of the Risk Committee of the ING Bank Śląski S.A. Supervisory Board by Mr Michał Szczurek and satisfaction by the Committee of the criteria applicable to the Committee, including the criterion of independence of a sufficient number of members, including independence of the Committee Chair, and recommended that the Supervisory Board adopt the above assessments. Following the positive recommendations of the Committee, on 21 November 2025 the Supervisory Board adopted both assessments.

Therefore, as at 31 December 2025, the Risk Committee worked in the following composition:

### Ms Dorota Dobija

Committee Chair (independent member)

### Ms Małgorzata Kołakowska

Committee Member

### Mr Arkadiusz Krasowski

Committee Member (independent member)

### Ms Monika Marcinkowska

Committee Member (independent member)

### Mr Michał Szczurek

Committee Member



### 2025 Risk Committee Statistics

The Risk Committee supported the Supervisory Board in their tasks primarily during the meetings by passing relevant decisions and recommendations. During the meetings, the Members of the Risk Committee are joined by Members of the Bank Management Board, and also the Market Risk Management Department Director, Operational Risk Management Department Director, Model Risk Management Department Director, as well as the Heads of the Internal Audit Department and the Centre of Expertise Lead III – Compliance, and also the Bank Executive Director responsible for the integrated risk area as well as representatives of the external auditor.

Between 1 January and 31 December 2025, the Risk Committee met seven times. The Committee also issued recommendations and decisions by way of circulation (eight cases). The meetings of the Risk Committee were held at the following dates: 21 February, 6 March, 29 April, 7 May, 11 June, 25 September and 21 November, and by way of circulation on: 30 January, 9 April, 16 April, 23 May, 29 July, 1 October and 7 October.

The Committee issued 36 recommendations in total (including 7 by way of circulation) and 3 decisions, including 2 by way of circulation.



All the meetings were quorate and held in line with the procedures so that binding recommendations could be issued; the attendance rate during the meetings was high. Attendance of the Risk Committee Members in 2025 has been shown in the table below.

Table 13: Attendance of Risk Committee Members in 2025.

2025 Attendance	
Meeting attendance / Number of meetings during the term of office	
Dorota Dobija Committee Chair	15/15
Małgorzata Kołakowska Committee Member	15/15
Arkadiusz Krasowski Committee Member	15/15
Monika Marcinkowska Committee Member	15/15
Michał Szczurek Committee Member from 26 September 2025	3/3
Committee Members holding functions in the reporting period	
Stephen Creese Committee Member until 31 August 2025	10/10
Aneta Hryckiewicz-Gontarczyk Committee Member until 24 September 2025	13/13



## Agenda of the Risk Committee Meetings

As part of the risk monitoring process at the Bank, the Risk Report was a regular item on the Risk Committee agenda in 2025. The Report is structured into the reports from the credit risk, market risk, operational (non-financial) risk and model risk areas. Updates on CHF mortgage loans, and also various aspects of the ESG and climate risk were an essential element of the report discussed.

In 2025, the Risk Committee also focused inter alia on the following areas:

- monitoring the adequacy and efficiency of the risk management system at the Bank, including:
- development and submission to the Supervisory Board of recommendations on the following documents:
  - » *Risk Management Strategy for the years 2025–2027,*
  - » *Capital Management Policy at ING Bank Śląski S.A.,*
  - » *ING Bank Śląski S.A. Operational Risk Management Policy,*
  - » *Policy of Disclosing Qualitative and Quantitative Information on Capital Adequacy and Variable Components of Remuneration of ING Bank Śląski S.A.,*
- development and submission to the Supervisory Board of the recommendation on the Bank-wide Risk Appetite Statement as part of approval of the ING Bank Śląski S.A. Strategy for 2025-2027 and key limits on RAS parameters for 2025,
- development and submission to the Supervisory Board of recommendation regarding the types of agreements made by the Bank that, in the Committee's view, should be classified as having a material impact on the financial- and legal standing of the Bank,

- analysis of the 2024 ING Bank Śląski S.A. ICAAP Report, and
- analysis of the ING Bank Śląski S.A. ILAAP Review Report for 2024.
- analysis of the pay policy/practice assumptions for 2025 and 2026,

To fulfil the requirement arising from Regulation (EU) No. 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms amending Regulation (EU) No. 648/2012 as amended as well as from Recommendation M concerning operational risk management at banks and Recommendation Z concerning internal governance principles at banks, in 2025 the Risk Committee also focused on the process of development and quarterly disclosure by the Bank of interim qualitative and quantitative information on capital adequacy which is disclosed on a quarterly basis for the Bank Group.





# Summary and acknowledgments

The Supervisory Board highly assess the performance of the Committees: the Audit Committee, the Remuneration and Nomination Committee and the Risk Committee. The activities pursued by individual Committees over the year (regular and ad-hoc works), including in-depth analyses made by the Committees for the matters discussed as well as the recommendations and opinions submitted to the Supervisory Board are of added value. They certainly enabled the Supervisory Board to perform their statutory tasks competently and efficiently.

The Chair of the Supervisory Board would like to thank in particular the Supervisory Board Members for their engagement and availability during the year, and also for their unwavering readiness to review urgent matters by way of circulation between regular sessions.

The cooperation with the Bank Management Board was very good. The Bank Management Board provided the required information in a clear, reliable and exhaustive manner, ensuring information transparency at the same time. The Supervisory Board would like to thank the Bank Management Board for developing and delivering thereto the information, documents and reports in the manner ensuring efficient performance of tasks by the Supervisory Board and Board committees.

The Chair of the Board wishes to thank in particular the Bank Management Board for positive cooperation, constant quest for development opportunities as well as for their engagement in performance of their tasks. Further, the Chair of the Board would like to thank for development of the ING Bank Śląski S.A. Group Strategy: ING. *In the Beat of Life*. Leveraging on the analysis of demographic, social and economic as well as technology trends, the Strategy provides for consolidation of the market position of the Bank in all key business areas.

Expecting the Bank to continue the successful growth, the Supervisory Board would like to express deep appreciation for the actions taken by the Bank Management Board not only to ensure further development of the Bank, but also for the society and local communities. The Supervisory Board appreciate the responsible and proactive attitude and engagement of the entire Bank staff in the delivery of the predefined goals. The Supervisory Board also appreciate and would like to thank the employees of the two corporate Foundations; i.e. ING for Children Foundation and ING Polish Art Foundation.



# Recommendations for the General Meeting

Considering the Bank's results and the overall performance, the Supervisory Board request that the General Meeting acknowledge the fulfilment of duties by the Members of the Bank's bodies in 2025.

Furthermore, the Supervisory Board recommend that the General Meeting:

1. approve the annual financial statements of ING Bank Śląski S.A. for the period started 1 January 2025 and ended 31 December 2025,
2. approve the Management Board Report on Operations of ING Bank Śląski S.A. Group in 2025 covering the Report on Operations of ING Bank Śląski S.A., including the Statement on the application of corporate governance rules and the Sustainability Statement,
3. approve the annual consolidated financial statements of the ING Bank Śląski S.A. Group for the period from 1 January 2025 to 31 December 2025,
4. acknowledge the 2025 report of the ING Bank Śląski S.A. Supervisory Board and assessment of the adequacy of internal regulations concerning the functioning of Supervisory Board and the effectiveness Supervisory Board operations,
5. endorse the Supervisory Board's report on the ING Bank Śląski S.A. Supervisory Board and Management Board Members remuneration in 2025 and the assessment of the Bank's remuneration policy, and
6. pass a resolution on distribution of 2025 profit.





# Results

of the evaluation of the financial statements and the Management Board's reports on the operations of the Bank and its Group in 2025, as well as the Management Board's motion regarding profit distribution





# Assessment of the Annual Financial Statements of ING Bank Śląski S.A. for 2025

Pursuant to Article 382 §3.1) and §3<sup>1</sup>.1) of the Commercial Companies and Partnerships Code of 15 September 2000 and having reviewed the annual 2025 financial statements of ING Bank Śląski S.A., and also the report of the independent statutory auditor from the audit of the separate financial statements for the financial year ended 31 December 2025, drawn up by Forvis Mazars Audyt Spółka z ograniczoną odpowiedzialnością, the ING Bank Śląski S.A. Supervisory Board:

1. state that the 2025 financial statements of ING Bank Śląski S.A. as presented by the Bank Management Board were developed correctly in all material aspects and present fairly and clearly the property and financial standing of the Company as at 31 December 2025 as well as the financial result and cash flows for the accounting period from 1 January to 31 December 2025, in line with relevant and applicable regulations on financial statements, and comply with the ledgers, documents and the state of affairs, and
2. having regard to the above, resolve to recommend that the General Meeting approve the 2025 annual financial statements of ING Bank Śląski S.A.





# Assessment of:

- the Annual Consolidated Financial Statements of the ING Bank Śląski S.A. Group for 2025,
- the Management Board Report on Operations of the ING Bank Śląski S.A. Group in 2025 covering the Report on Operations of ING Bank Śląski S.A., including the Statement on the application of corporate governance rules and the Sustainability Statement.

Pursuant to Article 382 §3.1) and §3<sup>1</sup>.1) of the Commercial Companies and Partnerships Code of 15 September 2000 and in conjunction with Article 63c. of the Accounting Act of 29 September 1994, and having reviewed the 2025 annual consolidated financial statements of ING Bank Śląski S.A. Group and the Management Board Report on Operations of the ING Bank Śląski S.A. Group in 2025 covering the Report on Operations of ING Bank Śląski S.A., including the Statement on the application of corporate governance rules and the Sustainability Statement, and also the report of the independent statutory auditor from the audit of the consolidated financial statements for the financial year ended 31 December 2025, drawn up by Forvis Mazars Audyt Spółka z ograniczoną odpowiedzialnością, the ING Bank Śląski S.A. Supervisory Board:

1. state that the 2025 consolidated financial statements of ING Bank Śląski SA. Group were developed correctly in all material aspects and present fairly and clearly the property and financial standing of the Group as at 31 December 2025 as well as the financial result and cash flows for the accounting period from 1 January to 31 December 2025, in line with relevant and applicable regulations on financial statements and comply with the ledgers, documents and the state of affairs,
2. state that the Management Board Report on Operations of the ING Bank Śląski S.A. Group in 2025 covering the Report on Operations of ING Bank Śląski S.A., including the Statement on the application of corporate governance rules and the Sustainability Statement, provides for significant information about the property and financial standing of ING Bank Śląski S.A. and its Group, including the assessment of performance, indication of risk factors and description of threats, and that it was developed in line with effective regulations on reports on operations and that it complies with the ledgers, documents and the state of affairs, and
3. having regard to the above, resolve to recommend that the General Meeting approve the consolidated financial statements of ING Bank Śląski S.A. Group for 2025 and the Management Board Report on Operations of ING Bank Śląski S.A. Group, covering the Report on Operations of ING Bank Śląski S.A. in 2025, including the Statement on the application of corporate governance rules and the Sustainability Statement.



# The Management Board motion regarding distribution of the profit earned by the Bank in 2025

Pursuant to Article 382 §3.2) and §3<sup>1</sup>.1) of the Commercial Companies and Partnerships Code of 15 September 2000 and having reviewed the Management Board motion regarding distribution of the profit earned by the Bank in 2025, the ING Bank Śląski S.A. Supervisory Board do not raise any objections thereto and resolve to recommend that the General Meeting pass a resolution as per the Management Board motion.





# Evaluation

of the Bank's standing on a consolidated basis, including the assessment of adequacy and effectiveness of the internal control system, risk management system, compliance and the internal audit function





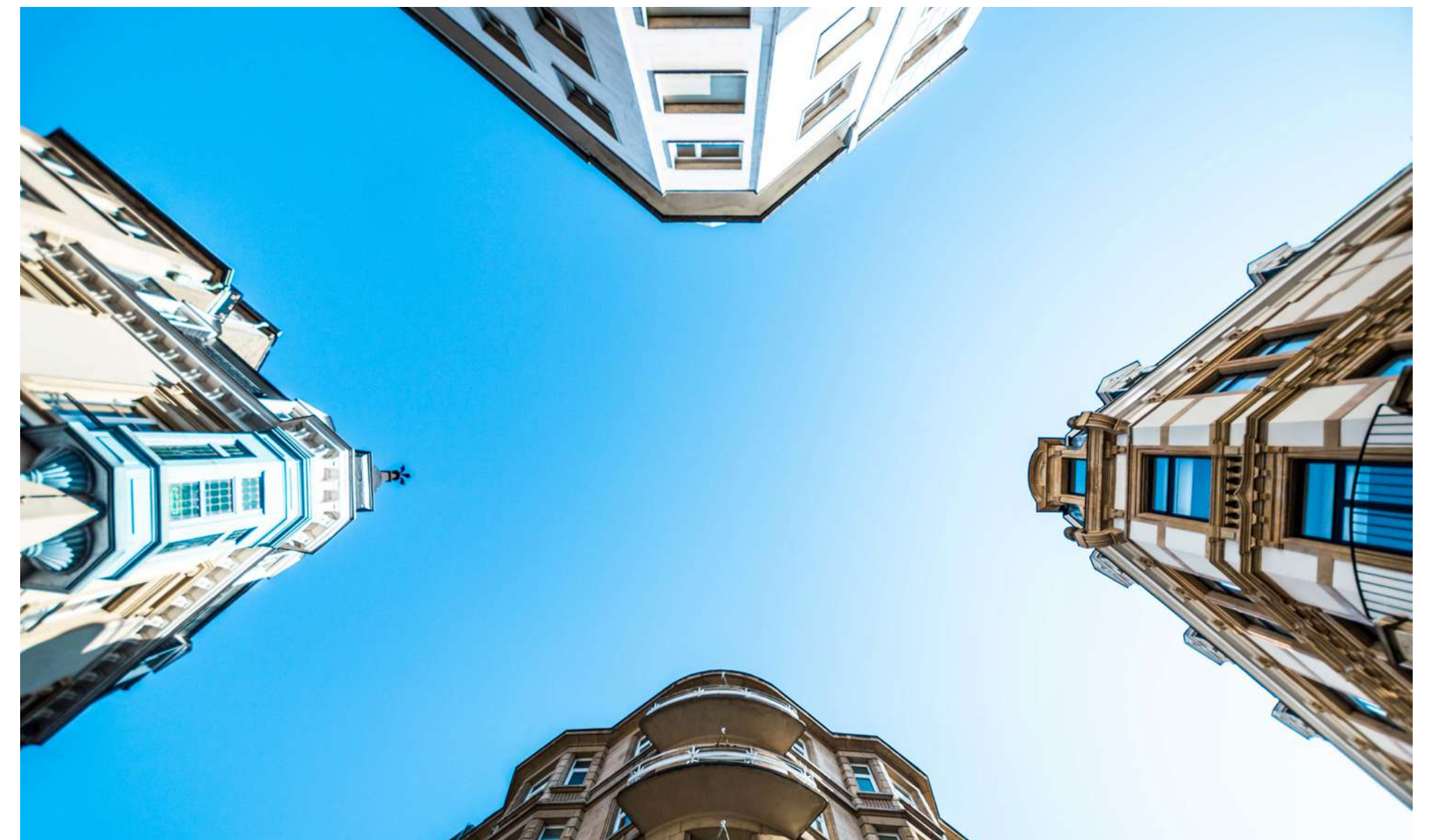
Poland's economic growth accelerated to 3.6 per cent in 2025 from 3.0 per cent in 2024, mainly as a consequence of a rebound of investment projects after a drop in 2024. That growth was driven by the lower interest rates and higher public investment projects, including defence procurement. Gross fixed capital formation was up by 4.2 percent, following a decline by 0.9 percent in 2024. Private consumption also accelerated and gained 3.7 percent in 2025 vs an increase by 2.9 percent a year earlier. While the growth of real disposable income was not as dynamic as in 2024, it turned out to be higher than expected due to a faster decline in inflation.

Last year was yet another year of falling inflation, which went down from 4.9 percent y/y in Q1 2025 to 2.4 percent y/y in December 2025. That decline was related to the favourable statistical pool in 2024 and the expiry of the pro-inflation impact of restoring VAT on food in April 2024 and the partial release of energy prices in mid-2024. In addition, lower inflation was driven by cheap fuels and lower growth rate in food prices. Services inflation remained higher, but the growth rate in that category went down from 6.8 percent y/y in January to 5.2 percent y/y in December 2025. It was the result of the declining wage growth dynamics, among other things. As a consequence, core inflation, excluding food prices and energy prices, declined to 2.7 percent y/y in December 2025.

As inflation decelerated and reverted to the National Bank of Poland's (NBP) target at 2.5 percent (+/- 1 p. p.), it was also possible for the central bank to ease its monetary policy. Between May and December 2025, the reference rate was lowered by a total of 175bp, from 5.75 percent to 4.00 percent. For most of the year, the NBP Chairman Adam Glapiński and the majority of the Monetary Policy Council (MPC) members stuck to hawkish rhetoric. They accentuated the upside risks to inflation and declared a cautious stance when it came to the monetary policy easing. That did not prevent them, however, from taking subsequent decisions on interest rate cuts. In the official communication, the monetary policy authorities declared that the interest rate cuts were not a cycle of monetary policy easing, and that the decisions were taken from month to month; however, from July to December, interest rates were cut by 25bps at each decision-making session of the MPC. With the inflation rate dropping to the NBP's target at the end of 2025 and its favourable outlook, there is still room for further monetary policy easing; however, the scale of interest rate cuts in 2026 will be visibly lower than in 2025. Early 2026, the MPC took a break from interest rate cuts so as to evaluate the effect of earlier adjustments of the monetary policy, but the MPC declare that they are ready to ease its policy further in the coming months.

In 2025, the results of the banking sector were very good – the sector's net profit rose by approx. 22% y/y, to nearly PLN 49 billion. It was possible, among other things, thanks to the lower costs of provisions established by banks for the risk of the FX mortgage portfolio, and higher net interest results of banks (+3% y/y) which were affected by growing client volumes mitigating the growing operating expenses of banks (+7% y/y). The return on equity (ROE) of the banking sector remained at a high level of more than 16% (+1 p.p. y/y). Even though the banks' offer of deposit interest rates was lower than a year earlier, it still induced clients to deposit their funds in term deposits, while the falling market interest rates contributed to the growing demand for loans, particularly consumer loans – their sale was up by 25% y/y and mortgage loans, which were up by 8% y/y. Meanwhile, the sale of corporate loans grew by 6% y/y.

In 2025, banks continued their efforts to enable their clients who held FX-mortgages to enter into bank settlement agreements, whether in line with the proposal of the PFSA Chairman or based on their own mediation models. As a consequence, in 2025, banks continued to establish provisions for legal risk related to that lending portfolio, however, at a lower level than in 2024.





In light of the above-mentioned factors impacting the condition of the Polish economy and the banking sector, in 2025 ING Bank Śląski S.A. Group achieved net profit of PLN 4,633 million, up by 6% from 2024. ING Bank Śląski Group's net profit was mainly driven by:

- higher result on other income (+ PLN 364 million y/y, +140% y/y),
- higher net interest income (+ PLN 146 million y/y, +2% y/y),
- higher net commission income (+ PLN 65 million y/y, +3% y/y),
- the decrease in the total risk costs of the bank and the legal risk costs of FX mortgage loans by PLN 194 million y/y (-19%), which was related to an improvement in the corporate portfolio quality,

with an increase in the bank's overheads (including bank levy) by PLN 387 million y/y (+8%). As a consequence, the bank's costs (including bank levy) to income ratio increased by 1.2 p.p. to 42.9%. In line with the decline in the risk costs, the cumulative cost of risk margin also changed, and amounted to 0.48% at the end of 2025 compared to 0.64% at the end of 2024. The provision coverage ratio of Stage 3 and POCI loans and other receivables increased slightly y/y, notably by 0.4p.p., thus arriving at 49.2%.

The Supervisory Board exercise oversight over the bank's operations by keeping watch over the bank's adherence to the relevant regulations in the area of accounting, finance and reporting of public companies. The powers of the Supervisory Board also include supervision of the individual risk management processes at ING Bank Śląski S.A. with the support of the Risk Committee and Audit Committee. Based on the recommendations of those Committees, the Supervisory Board accept and approve, among other things, the risk management strategy for the bank's activities, the main principles of the risk management policy, as well as the level of risk appetite. Further, the Supervisory Board monitor the utilisation of internal limits vis-à-vis the bank's current strategy.

The Risk Committee support the Supervisory Board in monitoring the risk management process, including (non financial) operational risk, liquidity risk, credit risk and market risk. The Committee also supervise the risk management process as well as the assessment of internal capital, capital adequacy, and of the risk of capital-related models and other models. The Committee voice their opinion about the overall readiness of the bank to take the risk in the current- and long-term perspective. In addition, the Committee periodically approve the interim qualitative- and quantitative information on capital adequacy of the Bank Group disclosed by the bank on a quarterly basis. The Chair of the Risk Committee, who is also an independent member of the Supervisory Board, holds regular meetings with individuals in charge of the various risk areas, as well as with the Director of the Internal Audit Department and the Centre of Expertise Lead III – Compliance. During the meetings, issues relevant to the bank's day-to-day operations are discussed.

Monitoring of the financial reporting process is among the tasks of the Audit Committee. In that context, the Audit Committee periodically analyse the bank financial statements and the results of their audit. Further, the Chair of the Audit Committee, who is also an independent member of the Board, holds periodic meetings with the Vice President of the Management Board in charge of the CFO Division during which the Chair is updated on the interim financial results of the bank prior to their publication. The Chair of the Audit Committee also holds periodic meetings with the Director of the Internal Audit Department on the specifics of the internal audit function and the Centre of Expertise Lead III – Compliance on issues concerning compliance risk management. The Audit Committee actively participate in the process of selecting an entity authorised to audit financial statements and attest the company, and analyse the results of the auditor's work while keeping watch over its independence and effectiveness. In addition, the Audit Committee monitor the adequacy and effectiveness of the internal control and internal audit system, and assess the effectiveness of the measures used to mitigate risks, including compliance risks, and the quality of the management of those risks.



The Supervisory Board also has a Remuneration and Nomination Committee, which monitors, among other things, the situation on the labour market in terms of remuneration, employee turnover processes, Management Board succession plans, as well as the results of employee satisfaction surveys. The Committee regularly monitors the remuneration system in place at the bank, including the salary and bonus policy. The Chair of the Remuneration and Nomination Committee, who is also an independent member of the Supervisory Board, holds periodic meetings with key HR function holders.

In 2025, following the resignation of Mr Stephen Creese as a member of the Supervisory Board as of 31 August 2025, which affected the composition of the Risk Committee, and the resignation of Ms Aneta Hryckiewicz-Gontarczyk as a member of the Supervisory Board as of 24 September 2025, which affected the composition of the Remuneration and Nomination Committee and of the Risk Committee, the Supervisory Board, on 25 September 2025, amended the compositions of the Remuneration and Nomination Committee and of the Risk Committee of the Supervisory Board. Thus,

- since 25 September 2025, the Remuneration and Nomination Committee have worked in the following composition: Ms Monika Marcinkowska, Committee Chair, as well as Ms Dorota Dobija and Ms Małgorzata Kołakowska, Committee members. Ms Monika Marcinkowska and Ms Dorota Dobija have the status of independent members of the Supervisory Board,
- since 26 September 2025, the Risk Committee have worked in the following composition: Ms Dorota Dobija, Committee Chair, as well as Committee Members: Ms Małgorzata Kołakowska, Mr Arkadiusz Krasowski, Ms Monika Marcinkowska and Mr Michał Szczurek. Ms Monika Marcinkowska, Ms Dorota Dobija and Mr Arkadiusz Krasowski have the status of independent members of the Supervisory Board,

In 2025, the Supervisory Board focused on changes on the Management Board of ING Bank Śląski S.A. which took place throughout the year. Following the expiry of the Bank Management Board's term of office, and also considering the resolution passed on 3 September 2024 on the appointment of Mr Michał Bolesławski to the position of the Bank Management Board President upon the completion of the General Meeting approving the 2024 financial statements, and also the obtainment, on 20 December 2024, of the Polish Financial Supervision Authority's approval of Mr Michał Bolesławski to the position of the Bank Management Board President, the Supervisory Board appointed, on 29 April 2025, the Bank Management Board for another term of office, upon obtaining positive recommendation of the Remuneration and Nomination Committee for the individual candidates to become Bank Management Board Members. The following persons were appointed to the Bank Management Board for a new term of office: Mr Michał Bolesławski, President of the Management Board in charge of the CEO Division; Ms Joanna Erdman, Vice-President of the Bank Management Board in charge of the CRO Division; Mr Marcin Giżycki, Vice-President of the Bank Management Board in charge of the Individual Clients Divisions and of the Private Banking Clients and Investment Division; Ms Bożena Graczyk, Vice-President of the Bank Management Board in charge of the CFO Division; Mr Marcin Kościński, Vice-President of the Bank Management Board in charge of the Business Clients Division; Mr Michał H. Mrożek, Vice-President of the Bank Management Board in charge of the Wholesale Banking Division; Mr Maciej Ogórkiewicz, Vice-President of the Bank Management Board in charge of the CIO Division, and Ms Alicja Żyła, Vice-President of the Bank Management Board in charge of the COO Division. Ms Ewa Łuniewska was also appointed to the Management Board. Ms Łuniewska took up the position of the Vice-President of the Bank Management Board in charge of the Private Banking and Investment Division on 9 May 2025, that is on the day on which the amendment in §26(1) of the Bank Charter covered in Resolution No. 28 of the Ordinary General Meeting on 29 August 2025 was entered in the register of entrepreneurs at the National Court Register (KRS).



Subsequently, the Supervisory Board also made further changes on the Management Board while keeping in mind positive evaluations and recommendations of the Remuneration and Nomination Committee in that regard at all times. Following the resignation tendered by Ms Ewa Łuniewska on 12 December 2025 from her function as the Bank Management Board Member, effective as of 31 December 2025, having received the advice of the President of the Bank Management Board and based on the recommendation of the Remuneration and Nomination Committee issued in relation to the suitability assessment conducted, the Supervisory Board appointed on 12 December 2025 Mr Wojciech Sieńczyk to be the Vice-President of the ING Bank Śląski S.A. Management Board in charge of the Private Banking and Investment Division, effective as of 1 January 2026.

Furthermore, in 2026, following the resignation tendered by Mr Michał H. Mrozek on 8 January 2026 from his function as the Bank Management Board Member, effective as at the end of that day, having received the advice of the President of the Bank Management Board and based on the recommendation of the Remuneration and Nomination Committee issued in relation to the suitability assessment conducted, the Supervisory Board appointed on 8 January 2026 Ms Agnieszka Wolska to be the Vice-President of the ING Bank Śląski S.A. Management Board in charge of the Wholesale Banking Division, effective as of 1 April 2026. Also on 8 January 2026, based on the Committee's recommendation issued in relation to the suitability assessment conducted, the Supervisory Board entrusted Mr Marcin Kościński with temporary supervision of the Wholesale Banking Division, beginning 9 January 2026 until the new Management Board member takes up her function, that is until 31 March 2026.

The Supervisory Board assess that the risk management system at ING Bank Śląski S.A Group is adequate and effective. It covers all areas of the bank's operations and of the ING Bank Śląski S.A. Group's operations, cooperation with outsourcers, customers and partners. The principles of the risk management system are applied to all material risks. ING Bank Śląski manages risk in a manner that is adequate given the risk size and risk profile by constant risk identification, measurement or assessment, monitoring and control, including risk

mitigation and risk reporting, along with the assessment of the effectiveness of the risk mitigating measures taken. As part of the risk control, the bank secures itself against the risk or mitigates the risk by implementing adequate controls, a limit system and an adequate level of provisions (write-downs), as well as capitals and liquidity buffers. The main objectives of the risk management system were achieved in 2025 and the independence of the organisational units for risk management is ensured, as well as adequate human resources necessary for the effective performance of tasks by those units. In 2025, ING Bank Śląski S.A. satisfied all the requirements of sound business operations and capital adequacy, and in particular:

- pursued prudent lending policy. The lending processes and procedures were compliant with the regulatory requirements and best practices on the market. In 2025, the bank took account of the economic situation in its lending policy and applied more restrictive procedures towards sectors characterised by increased risk. The bank's lending portfolio was diversified with a significant share of high-quality loans granted to business entities. Within the Bank Group, Stage 3 credit receivables represented 3.8% of the total gross exposure (measured at amortised cost), which is significantly less than the average for the entire banking sector (4.2% at the 2025 year-end);
- had in place procedures and systems in the market risk management area (for interest rate or currency risk, among others) that meet the top market standards. Throughout 2025, individual market risk categories were managed actively so that their levels were within the limits effective at the bank. The balance sheet structure of the bank was balanced from the currency perspective; its distinctive feature is the low share of FX receivables in the total mortgage receivables, among other things;
- maintained an adequate level of liquidity. In 2025, the regulatory limits were not exceeded and the bank owed its secure liquidity position to one of the largest stable household deposit bases among Polish banks; an important element of the bank's liquidity management is the maintenance of an adequate liquidity buffer;



- effectively managed operational risks, including model risks, while meeting market standards in that respect. The operational risk levels were not exceeded in 2025, and the risk level for the entire bank was within the risk appetite. Ongoing risk level monitoring and adequate management reporting were ensured;
- had an adequate level of own funds meeting supervisory requirements. In December 2025, the total capital ratio of the ING Bank Śląski S.A. Group was 14.98%, while the Tier 1 ratio stood at 14.18%;
- had clearly defined duties and responsibilities within its organisational structure for the development and implementation of ESG risk management mechanisms, and continued to develop and implement new methods and tools in that regard. The bank had mechanisms in place to mitigate ESG risks as part of the KYC process and continued to develop an ESG risk sensitive approach to RAS limits. The bank conducted the double materiality assessment and the in-depth materiality assessments for traditional risks; the bank also added the quantitative ESG risk assessment to ICAAP. The bank also has mechanisms in place to manage ESG risk as part of its standard retail- and corporate lending processes, and as part of its operational risk management, reputation risk included. The bank developed an approach to collect the data necessary to manage ESG risks and continues to implement it successively. The bank also carried out works to assess physical risk at the exact address level for the management of physical risk as well as for the purpose of internal- and external reporting. In 2025, the bank took efforts to fulfil the requirements of the EBA Guidelines on ESG risk management.

The internal control system in place at the bank adequately and effectively ensures the achievement of the main objectives of the internal control system, which were achieved at a high- or very high level in 2025. The system covers all organisational units of the bank broken down into three lines of defence. The bank has in place a formalised reporting path for reporting on the scale and nature of the identified irregularities and the status of corrective

actions and disciplinary measures taken. Corrective actions and disciplinary measures are implemented in a timely- and effective manner. The independence of the Internal Audit Department and of the Centre of Expertise – Compliance is ensured, and so are the adequate human resources necessary for those units to perform their tasks effectively.

Given the moderate economic growth, as well as geopolitical- and regulatory uncertainty, the Supervisory Board believe that the bank's attention should continue to be focused on maintaining an adequate capital level and on measures to ensure accessibility and competitiveness in terms of products and customer service quality, such as:

- adequate capital management in order to ensure safe lending growth as well as fulfilment of all current- and future regulatory requirements;
- further development of the product offer, including sustainable products and electronic service channels;
- increasing lending, while maintaining a prudent assessment of customer risk, which will contribute to maintaining a high quality portfolio and increasing interest income;
- maintaining an adequate level of stable deposits to provide the necessary liquidity for lending expansion;
- improvement of cost effectiveness while maintaining high quality of processes through optimal use of resources and benefits resulting from the increased scale of operations.

The Supervisory Board are of the view that the strategy pursued by the bank over the last few years to increase the scale of its operations proved to be successful which is reflected in the financial- and commercial results achieved by the bank. Consequently, the bank intends to continue it next year while maintaining an adequate level of equity.



# Assessment

of the Bank's application of the principles of corporate governance and of the Bank's compliance with disclosure duties as to their application, as laid down in the Warsaw Stock Exchange Rules and regulations on current and interim information provided by securities issuers





# Assessment of the Bank's application of the principles of corporate governance

## and of the Bank's compliance with disclosure duties as to their application, as laid down in the Warsaw Stock Exchange Rules and regulations on current and interim information provided by securities issuers

The assessment of the Bank's application of the principles of corporate governance and of the Bank's compliance with disclosure duties as to their application is performed pursuant to Principle 2.11.4. of the Best Practice for GPW Listed Companies 2021 (hereinafter the "Best Practice 2021") that was introduced by way of GPW Supervisory Board Resolution No. 13/1834/2021 of 29 March 2021 and came into force as of 1 July 2021.

The Best Practice 2021 was adopted by the ING Bank Śląski S.A. Management Board on 20 July 2021 and by the Supervisory Board on 22 July 2021 in the scope as defined in current report no. 1/2021 (EBI) published by the Bank on 30 July 2021, and also by the Extraordinary General Meeting of the Bank on 29 November 2021 insofar as it refers to the General Meeting and the shareholders. Since 29 November 2021, following the change in the composition of the Supervisory Board and its Committees, the Bank has also fully applied Principle 2.9; with the development of the rules for reporting on the gender pay gap ratio, the Bank has also applied Principle 1.4.2 since 11 March 2022. The Bank published the updates on the status of Best Practice 2021 application as part of the relevant EBI reports.

In February 2026, the Bank reviewed how the corporate governance principles arising from Best Practice 2021 were applied in 2025; it was concluded that they had been applied within the above scope.

As far as the principles of corporate governance arising from the Best Practice 2021 are concerned, and in addition to the current report of 30 July 2021 filed in accordance with the comply-or-explain principle, the Bank also makes representations, in the form and within the timeframes required by law, on the application of the principles adopted and on the scope of their applicability and relevant procedure. By analogy to previous years, a corresponding representation is an element of the Report on the Bank Operations in 2025.

Irrespective of the principles arising from the Best Practice 2021, the Bank has applied the Principles of Corporate Governance for Supervised Institutions published by the Polish Financial Supervision Authority. On 30 December 2014, the Bank Management Board presented a Report on Observance of "Principles of Corporate Governance for Supervised Institutions" at ING Bank Śląski S.A. The report is published on the Bank's website, along with an update on the scope of the Principles application. The information on the application of the Principles of Corporate Governance for Supervised Institutions is also an element of the Report on the Bank Operations in 2025, and is subject to an assessment by the Supervisory Board which is presented to the General Meeting hereinafter in this annual report of the Supervisory Board.

At the same time, it should be stressed that the Bank abides by the principles of corporate governance in its operations, in particular by ensuring proper access to the Bank's information to shareholders, investors, the media and all stakeholders.



The Bank keeps an open line of communication with shareholders during the General Meetings by:

1. having the members of the Bank's governing bodies respond and provide explanations to shareholders' inquiries during the General Meeting,
2. broadcasting the General Meeting debates via the Internet, and
3. enabling the media representatives to attend the General Meeting.

Since 2020, the Bank has held the General Meetings by means of electronic communication, i.e. through transmission of the General Meeting debates in real time, two-way real time communication enabling the shareholders to make statements during the debates of the General Meeting as well as to exercise their voting right in person or by a proxy.

Furthermore, the Bank publishes the information required by the principles of corporate governance adopted by the Bank on its website at [www.ing.pl](http://www.ing.pl).

The Bank also uses the following channels to communicate with the stakeholders:

- face-to-face, individual- or group meetings with investors and analysts,
- investor conferences,
- press releases,
- press conferences,
- information in the media,
- thematic conferences and seminars, and
- webinars.

With its digital advancement, the Bank was able to communicate with stakeholders in a smooth and safe manner. In 2025, ING Bank Śląski communicated with stakeholders via remote tools, enabling them to participate in all key events.

As part of the assessment, the Supervisory Board have concluded that the documents and information relating to the application of the corporate governance principles which are published by the Bank and posted, among other things, in a separate section of the website, are true, correct and consistent. Furthermore, the Supervisory Board have evaluated the explanations published by the company in regard to the application of the corporate governance principles, and confirmed that the comments regarding the scope of the principles application are exhaustive, and that they contain sufficient subject-related information concerning the corporate governance principles application.

Consequently, the Supervisory Board have assessed that the Bank has applied the corporate governance principles, and has properly fulfilled its disclosure duties as to their application, as laid down in the Exchange Rules and in the regulations on current- and interim disclosures made by securities issuers.





# Assessment of the application of the Principles of Corporate Governance for Supervised Institutions at ING Bank Śląski S.A.

By Resolution No. 218/2014 of 22 July 2014 (PFSA OJ item 17), the Polish Financial Supervision Authority adopted the *Principles of Corporate Governance for Supervised Institutions* (hereinafter: the "CG Principles").

The CG Principles were adopted by ING Bank Śląski S.A. (the "Bank") in the scope as laid down in the Management Board Report of 30 December 2014, published on the Bank's website at: <http://www.ing.pl/o-banku/lad-korporacyjny>.

Prior to the adoption, on 28 November 2014, the draft Management Board Report received positive advice of the Supervisory Board who also on the same day accepted the CG Principles applicable to the Supervisory Board operation and its Members.

Following the amendments to the Bank Charter made by way of Resolution No. 26 of the Bank's Ordinary General Meeting of 31 March 2015, the Bank has applied all the rules set out in the CG Principles. Since 2020, the Bank has held the General Meetings by means of electronic communication, i.e. through transmission of the General Meeting debates in real time, two-way real time communication enabling the shareholders to make statements during the debates of the General Meeting as well as to exercise their voting right in person or by a proxy. Therefore, since that time the Bank has also fully applied the principle arising from § 8.4 of the *CG Principles*.

Concurrently, with Resolution No. 25 of 31 March 2015, the Ordinary General Meeting of the Bank accepted the Bank Management Board Report of 30 December 2014 and declared readiness to apply the *CG Principles* in the part regarding shareholders and relations of the Bank as a supervised institution with its shareholders, on the terms and conditions set out in that Resolution. The Resolution is available on the Bank's website at: <http://www.ing.pl>.

The Supervisory Board have assessed that the actions taken resulted in adherence to the *CG Principles* being assured both in terms of compliance of in-house regulations therewith and their application by the Bank in the daily routine. Furthermore, early 2026, the Bank verified compliance with the *CG Principles*. During the verification exercise, validity of application of *CG Principles* as far as adopted by the Bank was confirmed with no instances of breach thereof in 2025 found.

The Bank governing bodies have applied the *CG Principles*, particularly those relating to their affairs and mutual relations. The *CG Principles* are also followed by Bank employees and are mirrored in the day-to-day business of the Bank. The foregoing applies to the *CG Principles* concerning internal relations, the Bank's organisation and key systems and functions, and also the *CG Principles* relating to external relations with shareholders, Bank clients and other entities concerned.

Hence, the Supervisory Board have assessed that in 2025 the Bank was applying the *Principles of Corporate Governance for Supervised Institutions* in a proper manner.



# Assessment

of the rationality of ING Bank Śląski S.A.'s expenditure in connection with the policy concerning social- and charitable activities, partnerships and sponsorships in 2025





# Charitable- and community activities

On the basis of information received from the Bank Management Board, the Supervisory Board conclude that ING Bank Śląski S.A.'s charitable- and community activities in 2025 were focused on:

1. financial education, climate education, entrepreneurship development, modern technologies, and sustainability,
2. support and education of children and young people, as well as
3. promotion of Polish contemporary art and education in that regard.

The Bank carried out those activities on its own, in partnership with community partners and with the support of the two corporate foundations – ING for Children Foundation and ING Polish Art Foundation. The activities were implemented as part of the ESG Strategy of ING Bank Śląski S.A.





# Cooperation with partners

## for financial education, climate education, entrepreneurship development, modern technologies, and sustainability

### “Know Finance Backward and Forward” Programme for children

As part of that initiative, ING and ING for Children Foundation prepared a set of interesting and inspiring educational materials for primary school students. On the programme's website, users can find, among other things, content addressed to 1st to 3rd graders developed by the ING for Children Foundation and scenarios of classes for 4th to 8th graders which were initiated and created by the employees of the Bank's CFO Division and of the Foundation. All materials were developed with the support from external experts. The programme's goal is to develop financial- and social competencies of children by a holistic approach to the economy. Educational materials, class scenarios, as well as inspirations for teachers, educators and parents are available on the programme's website. The topics include but are not limited to the history of money, earning, saving, sharing and development of the competencies of the future. Each module contains interesting information and practical activities to help learn by doing. The programme involves volunteers – the scenarios of the “Know Finance Backward and Forward” were available to the participants of the economic edition of the “Good Idea” Fund. Additionally, workshops for children were held in Katowice during a conference addressed to primary school students, as part of cooperation with the “Trampki na Giełdzie” Foundation. On 27 October 2025, the programme mentors met in Katowice to discuss finances with children and teenagers. Workshops conducted by mentors, or people who support the young participants in the preparation of the final presentations that summarise their work throughout the event, were an important element of the conference.

The link to the programme's website: <https://www.ingdzieciom.pl/edukacja-ekonomiczna-z-ing>

### Warsaw Institute of Banking – Bakcyl Programme, Security in Cyberspace (BwC) and #EduSmart#Growth

As part of the industry's financial education programme Bakcyl for primary and secondary school students, lessons on finance were taught by volunteers – employees of participating banks. There were also two competitions on cybersecurity for secondary school students and for university students, as well as a grant competition as part of the #EduSmartGrowth programme called “ECONomy of Development: Young Leaders of Changes” on topics relating to sustainability in secondary schools. The financial grants awarded to the winning secondary schools helped them implement their projects.





## ING Community Investment Global Fund of ING N.V. Group

The ING Group N.V.'s grant fund is dedicated to projects and programmes in individual countries for community investments – in the areas of financial health, supporting labour market resilient professional skills and supporting entrepreneurship. The projects, prepared by local NGOs in each country, are evaluated by a grant fund jury comprising CSR experts from various countries. Grants for projects are provided through ING Bank Śląski S.A. on the basis of the *ING Bank Śląski S.A.'s Donations Policy*. In 2025, ING Bank Śląski provided community partners with funds for the implementation of three projects (A Step ahead / You A(nd)I – “Zwolnieni z Teorii” Foundation, and Narodowa Fundacja Ochrony Środowiska, or the National Foundation for Environment Protection). The funds totalled more than PLN 1.3 million from the Community Investment Fund. A report summarising the role of mentors throughout the six years of the mentoring programme “A Step Ahead” was prepared with the support of the “Zwolnieni z Teorii” Foundation. Since 2019, more than 1,200 students took part in the programme and implemented nearly 300 community projects supported by 294 mentors from ING Bank Śląski. The programme report shows the future and the role of education that inspires students to take actions in their own hands and discover their growth potential. The report shows that as many as 94% of the participants of the mentoring path in the “A Step Ahead” programme became more self-confident, more than 90% of them developed competencies that are useful on the job market: from communication and cooperation to planning and creativity, mentoring helps build partnership-based relations, where the young people learn to be responsible, and the adults learn to trust. The full report is available [here](#).

### “Zwolnieni z Teorii”, or Exempt from Theory – Social Projects Olympics

In 2025, ING Bank Śląski S.A. continued, together with the ING for Children Foundation, the implementation of the ING Challenge – A Step Ahead, in cooperation with the “Zwolnieni z Teorii” Foundation. Once again, as part of the largest Social Projects Olympics

in Poland, secondary school students organised their own social-, cultural-, technological- or environmental projects that responded to real needs of the community. The youth teams benefitted from the support of 80 mentors from the bank and from the Foundation in the implementation of their projects. 556 participants completed our challenge. You can read more about that event [here](#). The bank continued its engagement in the YouA(nd)I programme aimed at building awareness and knowledge about the use of AI tools. Selected participants in the Social Projects Olympics, who implemented their ideas based on AI tools, took part in a webinar and classroom workshops led by bank AI experts, amongst others. In 2025, ING Bank Śląski was honoured with the title **“2025 Benefactor of the Year”** for its extraordinary cooperation with **“Zwolnieni z Teorii” Foundation**. The award was granted in the category “Good cooperation between business and non-governmental organisations” to emphasise ING's engagement in the development of the competencies of the future among the youth by supporting their social projects as part of the “A Step Ahead” programme.

### “We will save the world” – an ecological programme for primary school students

“We will save the world” is an educational programme addressed to pupils at all levels of primary school, which combines broadening the ecological knowledge of children and young people with improving their digital competencies. The programme is part of ING Bank Śląski's work on climate education for children in primary schools. The Programme is organised by the “ABCXXI – Cała Polska czyta dzieciom” Foundation, and the WWF Poland Foundation acts as the thematic partner. ING Bank Śląski is the strategic partner. The Ministry of Climate and Environment and the National Library of Poland assumed the honorary patronage. More than 6,200 students, both boys and girls, and 250 educators from 101 schools from 78 towns and cities across the country enrolled in the third edition of the programme, which ended in June 2025. For the first time ever, this year's edition of the programme was also joined by older students of agricultural schools. During the programme finale, the students carried out their own environmental projects for the benefit of the local community and submitted presentations of their implementation to the competition organiser. For more information on the “We will save the world” programme go to the website: [Ocalimy Świat - Cała Polska Czyta Dzieciom](#).



## Lesław Paga Foundation

In 2025, ING Bank Śląski was a partner of the two-week educational leadership programme for talented university students and graduates up to the age of 27, or the 20th edition of the Capital Market Leaders Academy. The main assumption of the Academy is to prepare the programme participants to work in the financial sector, provide them with specialist knowledge on the capital market, as well as help them develop analytical-, leadership- and interpersonal skills. During the Summer School organised for the programme participants, ING experts conducted a workshop on the functioning of banks and capital markets in inflation. During the workshops, the programme participants were able to expand their knowledge on the specific nature of decision-making by banks and investors in view of higher inflation when classic investment patterns require extra flexibility. They also observed how household decisions concerning ways to deposit their savings depend on the balance between profit and risk, and analysed how banks compete with the capital market to win the funds of individual clients by offering deposits or investment products. They also discussed how banks prepare their offering strategies that are adjusted to various client segments, while taking care of financing and balance sheet liquidity. You can read more on the Capital Market Leaders Academy [here](#).

## Responsible Business Forum

ING Bank Śląski continued its partnership at the Responsible Business Forum as an institution that is engaged in activities to promote social responsibility and sustainability, as well as initiatives relating to diversity and inclusion as a Signatory of the Diversity Charter. The annual report of the Responsible Business Forum called "Responsible Business in Poland. Best Practices" listed five best practices in sustainability (the maximum score) from ING Bank Śląski. The practices highlighted in the report included: Fair Operating Practices – round tables for businesses; Labour practices – a trusted person role at ING; Environment – Intersectoral Transformation Plan – continuation of the "Directions of ING activities towards emission reduction" and supporting biodiversity of Rakutowskie Mudflats; Community involvement and development – supporting the flood victims.

## United Nations Global Compact Network Poland (UNGC)

Continuing its cooperation with UN Global Compact Network Poland, ING Bank Śląski was a partner of Climate Positive which included initiatives relating to energy transition, sustainable finance, biodiversity or communication without greenwashing, among other things. ING was also a partner of the "Business & Human Rights" programme where it initiated activities in the area of human rights, gender equality, diversity management or business safety and security. The representatives of ING Bank Śląski took a regular and active part in the works of the programme's Steering Committee and expressed their opinions in the reports published by UNGC.

ING Bank Śląski joined UN Global Compact as a direct member at the country level in 2023 (ING N.V. Group has been a member of UN Global Compact at the global level for many years).



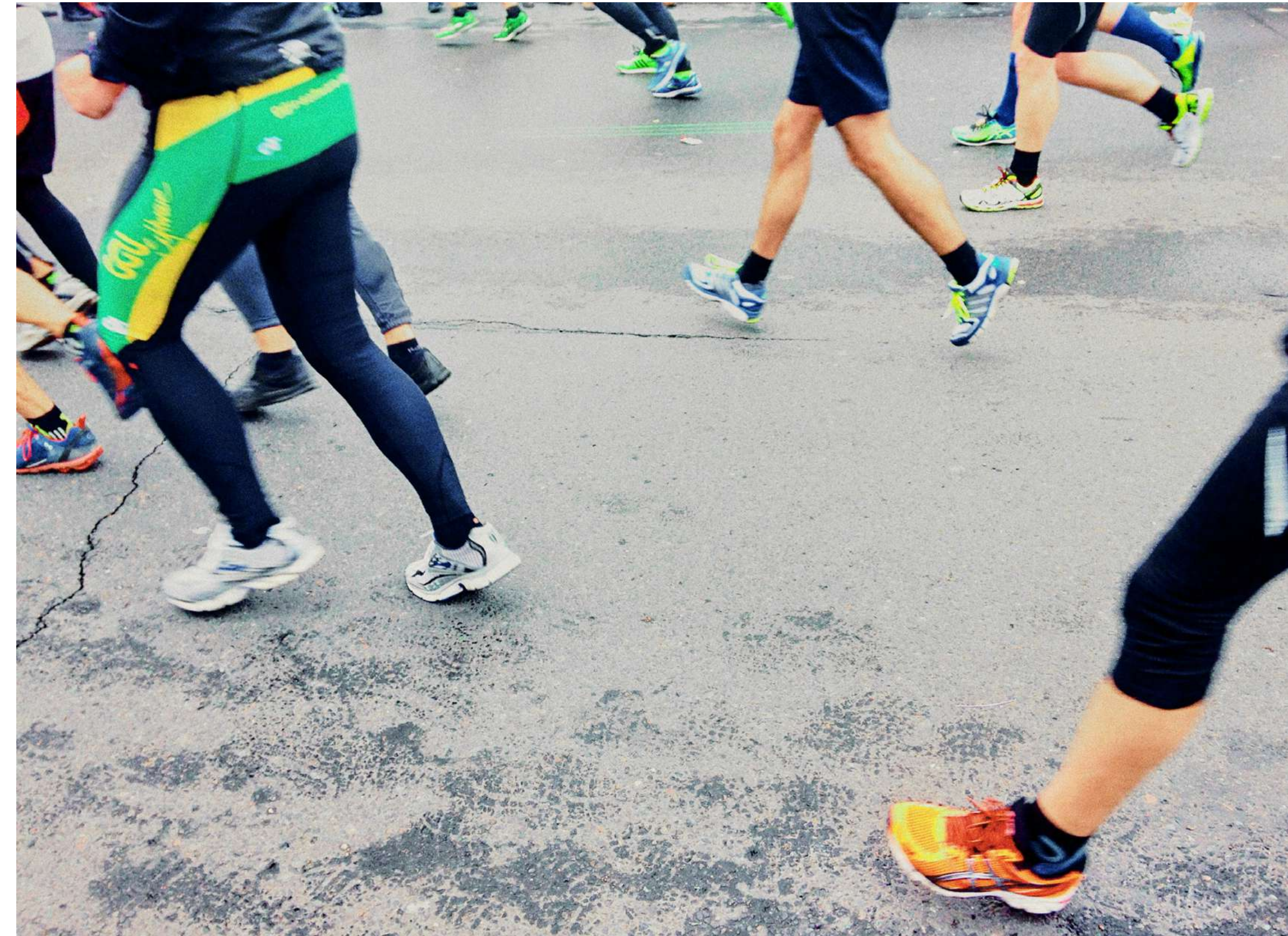
## Run Warsaw

We have taken part in the Run Warsaw race since 2013. The Orange Team is made up of employees as well as their companions and families. Each year, we run and march for ING for Children Foundation. During the Run Warsaw race and “I march, I support” event in 2025, the Orange Team had as many as 8,000 members; as a result of ING employees’ running and marching, the Foundation received PLN 170,000 to be used for the organisation of the “Orange Power” programme in 2026. For more information on the “Orange Power” programme, please go to the section on ING for Children Foundation.

## ING Charitable Soccer Tournament/ ING charitable sports tournaments

In 2025, ING Bank Śląski adopted a uniform approach to sports tournaments organised as part of well-being activities. All tournaments are charitable sporting events, where participants play for the benefit of foundations that support physical activity of their charges. The ING Charitable Soccer Tournament took place on 28 June 2025 with 20 ING teams and approx. 200 male and female soccer players. Teams made up of the employees of the bank and group subsidiaries from all across the country took part in the competition. In addition to promoting healthy lifestyle, the tournament’s goal was to support charitable organisations that are involved in physical activity of people with disabilities. The following organisations received funds for physical activities of children and adults with disabilities in 2025 (each organisation received PLN 20,000): “Nadzieja na Mundial” Foundation, Amp Football Poland Association and “Nie Widząc Przeszkód” Foundation.

ING Bank Śląski organised the following charitable sports tournaments for employees – Table Tennis Tournament that provided the Avalon Foundation with support for physical activity of people with disabilities, and Beach Volleyball Tournament where participants played to benefit “Podaj Dalej im. P. Janaszka” Foundation.





# Donations, sponsorship and partnerships

In 2025, ING Bank Śląski made financial- and in-kind charitable donations. The donations were made on the basis of the *ING Bank Śląski's Donations Policy*. The policy defines the areas of the bank's involvement in charitable activities, among others. The areas of community investments selected by the bank include the following:

- education of and activities for children and teenagers, including recreation of children and teenagers, and support for their social- and housing needs.
- education, science, education system, schooling and upbringing, particularly in the area of financial- and climate education,
- healthcare and prophylaxis,
- activities to promote diversity, building openness and creating equal opportunities,
- environmental protection, preventing climate changes,
- education on and promoting contemporary art of Polish artists, and
- financial assistance in extraordinary events which affected employee(s) or member(s) of their families.

The policy also specifies types of donations that the bank does not make:

- donations for political purposes, to political parties, election committees, for purposes relating to putting forth candidates, for the needs of election campaigns,
- donations for purposes that may be considered an attempt at exerting influence on decisions made by public function holders,
- donations of business nature and those aimed at establishing or maintaining a business relationship with a client or a third party,
- donations that may be considered influence peddling, in order to obtain preferential decisions for the bank,
- where the circumstances imply that the beneficiary engages in corruption, bribery or other unethical or illegal activities,
- when making a donation might be considered as an attempt at corruption or bribery,
- donations to private individuals, save for donations specified in *ING Bank Śląski Donations' Policy* (§§2.2 and 2.3),



- donations to organisations that discriminate people in terms of age, race, skin color, religious beliefs, sex, disability, sexual orientation or country of origin,
- donations to organisations in case of which there are suspicions that they might act in conflict with the values followed by the bank in accordance with the ING Orange Code,
- donations to organisations that do not operate pursuant to the Public Benefit and Volunteer Work Act of 24 April 2003,
- donations to projects or programmes aimed at supporting a religious cult, religious organisations,
- donations to student organisations if the purpose of the donation would be to finance student trips and/or events,
- donations to cover the running costs of social organisations, such as the costs of maintaining an office, the service charges or wages and salaries.

The *Donations Policy* defines the roles of the Donations Committee, the Management Board Bureau and the Management Board in the processes, the due diligence requirements and the decision-making process flow. The Centre of Expertise – Compliance and the Donations Committee (made up of five bank representatives) take part in each donation-making process; depending on the donation amount, two management board members or the bank's management board are also involved. In 2025, ING Bank Śląski made charitable donations from its own funds totalling more than PLN 2,192,000.

The Bank also made charitable donations for the activities of the two corporate foundations:

- for the ING for Children Foundation in the amount of PLN 3,565,000, and
- for the ING Polish Art Foundation in the amount of PLN 2,030,000.

Objectives that the bank supported through donations, in selected areas of community investments in 2025 included the following among others:

- science, education system, education, schooling and upbringing, particularly in the area of financial- and climate education – the bank made donations in the total amount of PLN 812,174,
- healthcare and prophylaxis – the bank made donations in the total amount of PLN 478,000, and
- environmental protection, preventing climate changes – PLN 739,570.

In total, ING Bank Śląski spent PLN 9,322,756 on community- and charitable activities (the amount of charitable donations and donations to the two corporate foundations).

In 2025, the Bank also made in-kind donations of decommissioned IT equipment (in good working condition) and office furniture, mostly to schools, kindergartens, welfare institutions and charity organisations. The value of IT equipment donated to foundations, associations and care facilities amounted to PLN 269,366.

In-kind donations were made pursuant to *Procedure for the Resale/Donation/Deprocessing of Assets of ING Bank Śląski S.A.*



# Sponsorship and partnership activities in 2025

In 2025, ING Bank Śląski continued the implementation of its sponsorship strategy, while focusing on areas of key importance for the development of clients and business landscape:

- Supporting young generations – actions aimed at the development of financial resourcefulness and business acumen, both in professional- and personal lives.
- ESG and sustainability – initiatives that are inscribed as a priority in the business strategy of the bank. We perceive them as the cornerstone of a sustainable competitive advantage for the bank and its clients.
- Entrepreneurs and managerial staff – we inspire leaders of mid-sized and mid-corporate companies, while promoting an innovative approach to business and supporting their development.

As part of our cooperation with social organisations, we were involved in projects relating to:

- financial education,
- climate-related activities,
- business acumen development, and
- sustainability.

Our partnerships also included cybersecurity, competencies of the future, diversity and equal opportunities, among others. The cooperation was based on sharing expert knowledge and experiences and common development of solutions for internal- and external stakeholders.

The activities were implemented in accordance with the rules set out in the *ING Bank Śląski S.A. Sponsorship Policy and Policy on sponsorship agreements with social organisations at ING Bank Śląski S.A.*, to ensure process transparency and effectiveness.

In 2025, the bank spent more than PLN 15 million on sponsorship and partnerships, while investing funds in initiatives that supported community-, economic- and environmental development.

Breakdown of sponsorship- and partnership- related expenditure

Breakdown of sponsorship- and partnership- related expenditure in 2025	
PLN million	
Activities addressed to entrepreneurs	3,5
Activities addressed to young people	9,3
Activities related to ESG and sustainability	2,3
<b>Total</b>	<b>15,1</b>



# The most important events

## in which the Bank was involved in 2025

### The European Economic Congress and EEC Trends

ING Bank Śląski has supported entrepreneurship for many years by being engaged in key economic events, such as the 17th edition of the European Economic Congress in Katowice and the EEC Trends conference which is a prologue to the Congress itself. The EEC Trends conference was held on 3 February 2025 in Warsaw. The EEC Trends is a space for debating key trends and directions of development, as well as the most important challenges faced by modern economy – from geopolitics, energy self-sufficiency and digital sovereignty to security, infrastructure and the job market. It also focuses on defence issues, including the purchase of equipment, modernisation and investment projects that shape Europe's competitiveness and its resilience in the ever-changing world. The 17th edition of the European Economic Congress was held from 23 to 25 April 2025 in the International Congress Centre in Katowice. This year's edition of the Congress was held under the theme "Together towards safe future" which guided the debate during the Congress. The discussions focused on building a strong and competitive European economy as the foundation of security. ING Bank Śląski experts, politicians, policy makers, investors and representatives of the largest companies discussed green energy and the economy, investment projects and development, as well as the functioning of the economy in the new reality. Digitalisation, new technologies and regulations were an important context as well.

### European Financial Congress

In 2025, ING Bank Śląski was one of the sponsors of the European Financial Congress (EFC) in Sopot. The EFC is one of the most important meetings of the financial sector representatives, leading experts and business leaders, as well as the representatives of the academia. The 2025 edition was focused on key geopolitical challenges, security and economic transformation.

The European Financial Congress 2025 showed to what an extent and how the financial sector can support:

- the competitiveness and the growth of the Polish- and EU economies,
- transformation and security, including in particular: defence, energy, digital- and cybernetic security
- of the sector clients.

During the three days of the debates, speakers discussed key topics arising from the geopolitical situation and the growing uncertainty of the economic-, trading- and financial relations in the world, as well as the stability of the European- and of the Polish financial system. The discussions also focused on what Poland may bring into international initiatives aimed at increasing Europe's competitiveness and security in light of de-globalisation. Technologies are one of the tools that help achieve competitiveness and increase productivity. Just like energy-, digital-, cyber- and defence security, technology development and broad adoption need the support from the financial sector. Representatives of the ING Bank Śląski management board and bank experts took part in the discussions held during the EFC. The debates and discussions result in recommendations concerning systemic changes in the economic policy for safe and sustainable growth. The culmination of the Congress was the debate with the CEOs of the largest Polish banks on the map of challenges faced by the banking sector. Recommendations concerning financial soundness and economic development of Poland and of the EU are another tangible result of the Congress debates each year.



## Open Eyes Economy Summit

The 10th edition of the Congress took place on 18 and 19 November 2025 in Krakow. As a partner of the Open Eyes Economy Summit from its very first edition, ING Bank Śląski has supported that unique event that combines business, science and culture while promoting the ideas of sustainability and social responsibility. Attending the OEES is also a good opportunity to meet interesting people from the world of business, science, NGOs and administration, listen to inspiring live presentations and discussions on the most important economic topics. In 2025, the bank created a friendly space for discussions where attendees were able to share their ideas and inspirations with representatives of ING, ING for Children Foundation and ING Polish Art Foundation over a cup of aromatic coffee. Meanwhile, our electric cars drove guests and experts invited to the Congress.

## ING Silesia Beats

The brand's involvement into music events plays a significant role in building its positive image among younger audiences, as well as broader social groups. As a consequence, ING Bank Śląski made a decision to become the title sponsor of the ING Silesia Beats Festival which was held from 19 to 21 June in Silesian Park in Chorzów. More than 100 performers on 9 stages, and more than 50,000 participants. The bank ensured that the ING brand had a strong presence and positive connotations during the festival. The bank prepared a special offer for the clients, notably a 20-percent discount on the festival pass. Pre-events included numerous activations in the social media, with well-known influencers. During the festival, ING Bank Śląski provided participants with access to an extensive ING Zone, including:

- Power Bank Zone with a cafe, a terrace and a chill out space.
- Fun Zone with creative graphic- and light installations, mirrors and AR technology.
- Chargers to enable users recharge their electronic devices.
- A stand with activations and gadgets for various weather conditions.

In addition, as part of ING Silesia Beats, the bank provided:

- FOH (Front of House) Terrace with a better view of the stage for the participants.
- The 8-metre tall ING Totem which served as an information desk and a landmark.
- Festival signage – zone names and landmarks.
- Festival mugs with dedicated patterns.
- ING assistants who supported the festival participants at every step of their way.

## Green Olsztyn Festival

Olsztyn Green Festival, or OGF, has been an important event in the cultural- and social calendar of Olsztyn for ten years. The event has brought music- and ecology lovers to Olsztyn since 2014, while offering them a unique space for meetings and celebrating together OGF is the only musical festival in Poland that puts ecology and sustainability into limelight. It has been the second time that ING Bank Śląski was present at the Olsztyn Green Festival. The Festival took place from 15 to 17 August 2025 at the Ukiel Lake in Olsztyn. The bank offered participants a 10-percent discount on the festival pass and two orange zones dedicated to the festival attendees:

- A children zone inspired by the educational game called “ING City” in Roblox. It was a space where the youngest and their parents could learn security rules in an interesting way, develop their hobbies and spend quality time together while having a lot of fun. Inspiring Rubik cube workshops were an additional highlight.
- The chill out zone was another zone where attendees could rest, get attractive gadgets and recharge their batteries (both literally and metaphorically). In addition, the bank provided free-of-charge lockers to ensure comfort and security of personal items.



## Smart Kids Planet

Early October, ING Bank Śląski created a Financial Mission Zone for the youngest at the newly opened Smart Kids Planet in Krakow. The Smart Kids Planet is a modern space that introduces children into the world of finance and business by play. ING Zone combines fun with education. It is a space where children aged 10 and younger can experiment, play different roles and develop competencies of the future. The children have three challenges:

- ATM and CDM – where they get to play customers. They can also sort money at the vault, while learning teamwork and responsibility.
- Fund Management Centre where they can pay for their shopping at interactive stands, exchange currencies using small colourful balls imitating various denominations, which helps them develop counting skills and introduces them to the fundamentals of economics.
- Sending a transfer order – this is where children can colour a “transfer form” and place it in a pneumatic tube that “magically” delivers it to the beneficiary. This experience teaches them that finance today is about speed, modern technology and security.

Children also have an opportunity to take part in workshops on online security, where they can:

- learn how to recognise safe website addresses or safe apps.
- learn basic information on fake news and how to create safe passwords.

More than 20,000 people visited the Smart Kids Planet during the first month of its operation.

## ING is the Strategic Sponsor of “The Doll” movie

ING Bank Śląski became the Strategic Sponsor of the latest adaptation of Bolesław Prus’s novel “The Doll”. Supporting Polish art and culture has always been an important element of our brand strategy.

The bank has supported Polish artists through the ING Polish Art Foundation for many years. It was also the sponsor of the movie called “Miasto44”, or “City44”, which premiered in 2014. The movie tells the story of a group of young people who fought in the Warsaw Rising in 1944. What is important about “The Doll” novel are the features characterising its main male protagonist. Business acumen, courage in action, and belief in progress are important in our times as well. As a bank, we support nearly 600,000 Polish businesses. That is why we were glad to become involved in the sponsorship of a movie that showcases values that are close to the heart of every entrepreneur. Our involvement in that production is also aimed at supporting education of young people in that it recalls and promotes the value of Polish literature. “The Doll” is a novel by Bolesław Prus set in nineteenth-century Warsaw. It is a story of ambitions, feelings and social tensions of that era. It is considered to be one of the most important classics of Polish literature. It is also listed on the mandatory reading list for secondary school students.

The movie is scheduled for release in late 2026.



In total, ING Bank Śląski spent **PLN 9,322,756** on community- and charitable activities (the amount of charitable donations and donations to corporate foundations).

As regards activities supporting science, education system, education, schooling and upbringing, particularly in the area of financial- and climate education, funds were donated to: "Zwolnieni z Teorii" Foundation, and Narodowa Fundacja Ochrony Środowiska [National Foundation for Environment Protection].

As regards healthcare, donations were made to foundations that have taken actions to improve health for years, such as Professor Zbigniew Religa Foundation for Cardiac Surgery Development in Zabrze and Polish Gastroenterology Foundation.

In 2025, the Bank also made in-kind donations of decommissioned IT equipment and office furniture, mostly to schools, kindergartens, welfare institutions and charity organisations. The value of IT equipment and furniture donated to foundations, associations and care facilities amounted to PLN 269,300.

## Forbes Diamonds

During the first half of 2025, ING Bank Śląski continued its cooperation with Forbes Poland as the strategic partner of the Forbes Diamonds ranking, one of the most important ranking presenting the most dynamically developing businesses in Poland. The ranking included 8,812 businesses which recorded above-average growth and which were distinguished based on a reliable financial analysis and risk ratios performed by Dun & Bradstreet Poland. A cycle of 12 regional galas were an integral part of the project which helped market leaders make business contacts, share knowledge and experiences.

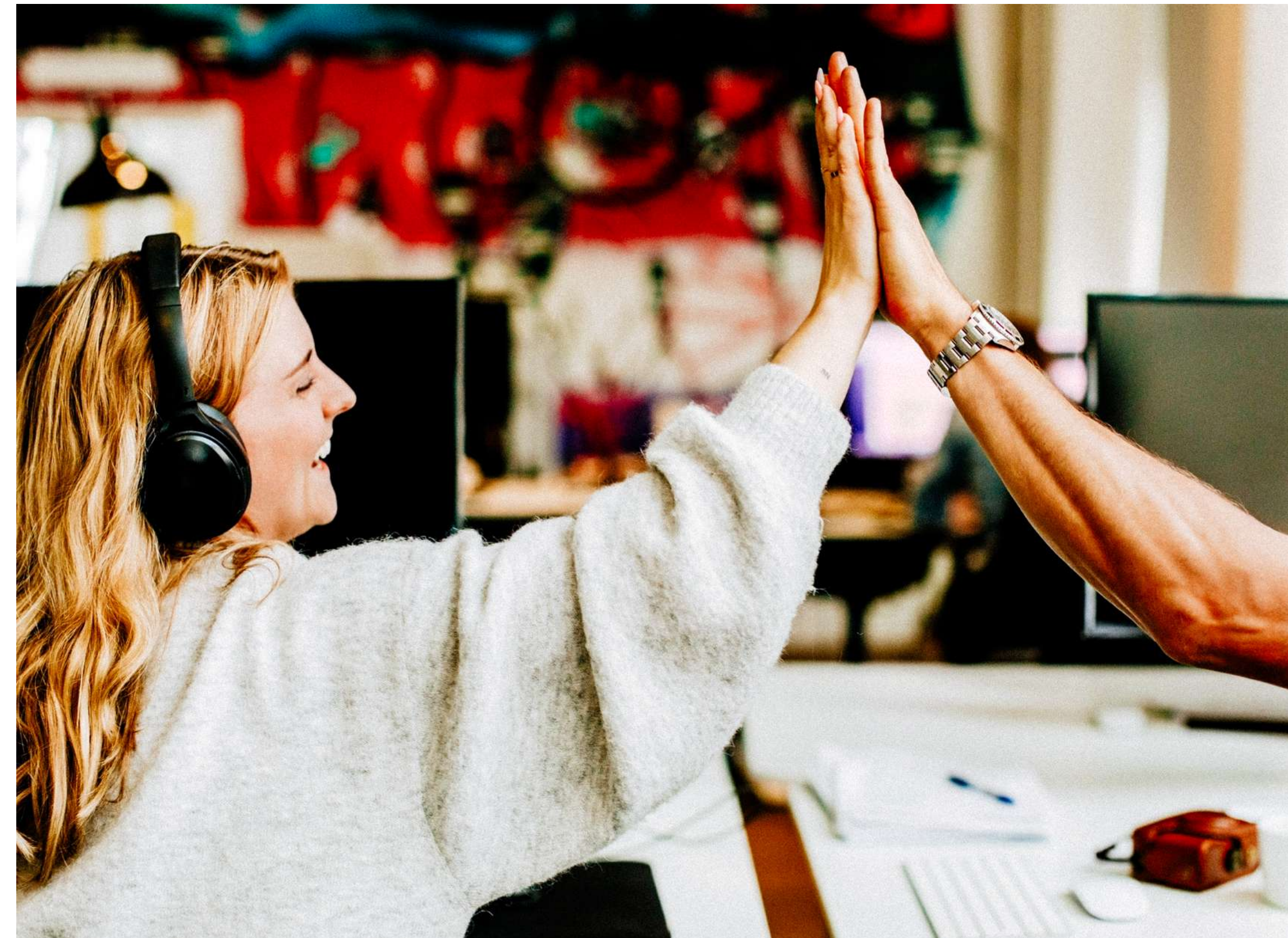
The project highlighted the long-term engagement of the bank in supporting the growth of Polish entrepreneurs, while strengthening their growth potential and providing them with tools that facilitate further growth.



# Summary of the assessment

The above information makes it possible to conclude that ING Bank Śląski S.A.'s policy on charitable-, social- and sponsorship activity was conducted in a rational manner, while taking into consideration social needs. It was based on a planned and well-thought-out sponsorship that builds and upholds the proper image of the bank, and the expenditure incurred for that purpose by the bank is assessed by the Supervisory Board as reasonable and rational.

The company pursues a transparent and effective information policy, publishing the information on the social, charitable- and sponsorship activity in the annual report of the Management Board. Thus, the company has fulfilled Recommendation 1.5 of the Best Practice of GPW Listed Companies.





## Fundacja ING Dzieciom

In 2025, the Foundation pursued its activities in accordance with the ING for Children Foundation Strategy for 2025-2027 which was adopted and approved by the ING for Children Foundation Management Board and Foundation Board. As a public benefit organisation, the Foundation fulfilled its tasks in accordance with the *Public Benefit Activity and Volunteering Activity Act* and within the scope defined in the Foundation's charter. It has fulfilled its mission, *We help children to be a step ahead*, in three areas: "We support development and education", "We level the playing field" and "We take care of health". Each area comprises a number of original programmes and those that the Foundation implements in partnership with local- and national organisations.





## We support development and education

- We build top-quality children education with finance- and climate-oriented education programmes and programmes fostering competences of the future.
- Our activities serve development of business acumen spirit among children.
- We fight digital exclusion, putting child safety on the net first.
- We create partnerships to promote our actions continuously.



## We level the playing field

- We improve quality of education offered to children with social and economic problems and with special needs.
- We support children in difficulty and care about their physical activity.
- We cooperate with organisations which pursue refugee children-oriented assistance and integration programmes.



## We take care of health

- Our bibliotherapeutic publications help children in need of special assistance.
- We help families and institutions which face children cancer- and autism-related challenges.
- We integrate ING staff around helping severely ill children by organising internal fundraisers within ING community.



# We support development and education

## Financial education

### ▪ “Know Finance Backward and Forward” Programme

The key activity of the Foundation in 2025 was the launch of the original programme for children and teenagers called “Edukacja Ekonomiczna w Małym Palcu”, or “Know Finance Backward and Forward”. The programme’s website displays educational materials, class scenarios, as well as inspirations for teachers, educators and parents. The topics include the history of money, earning, saving, spending, sharing and development of the competencies of the future. The content addressed to 1st to 3rd graders was developed by the ING for Children Foundation, whereas the class scenarios for 4th to 8th graders were developed by the employees of the ING Bank Śląski CFO Division and by the employees of the Foundation. All materials were developed with the support from external experts. In addition, the Foundation prepared two grant competitions – an internal one for ING volunteers (Good Idea – the economic edition) and an external one addressed to primary schools. The results will be published in Q2 2026.

### ▪ ABC of Economics

Together with the Czepczyński Family Foundation, the Foundation again invited the ING employees to take part in the “ABC of Economics” project. The project’s goal is to introduce children into the world of finance and help them develop proper financial habits on the basis of the publication called “ABC of Economics, or the first steps in the world of finance”. In this edition of the programme, 62 institutions received a package of educational materials, to be also used by teachers while having classes with subsequent groups of students. The topic of each meeting is selected together with the institution and responds to the current educational needs of the children.

### ▪ Taking part in the “Fundacja Trampki na Giełdzie” conference

The conference “Fundacja Trampki na Giełdzie” is addressed to primary school students. It is a space for inspirational debates, workshops and presentations which help expand the economic knowledge and business acumen of the students, as well as develop their social competences and critical thinking skills. In the fall, the programme mentors met in Katowice to discuss finances with children. Experts from the ING for Children Foundation and ING Bank Śląski joined the programme mentors in 2025.

### ▪ Corporate Foundations Forum

The Foundation took part in the 9th Corporate Foundations Forum, an annual event for corporate foundations organised by the Polish Donors Forum. Aldona Radomska-Paluchowska from the ING for Children Foundation presented the “Economic Education Backward and Forward” Programme and discussed building engaging voluntary activity which gives a sense of purpose, empowerment and development.



## Climate education

### My Environment

The 4th edition of the grant programme called “My Environment” was held in 2025. The jury awarded funding totalling PLN 302,109.20 to 40 projects. The winners included projects on: spatial planning, animal protection and support, rainwater management and raising awareness of ecology among children and teenagers. A total of 337 ING volunteers and 2,554 children took part in the projects implemented.

### “We will save the world” – 4th edition of the programme addressed to primary school students

It is a programme that combines four areas – ecological-, moral-, social- and digital one. A series of three unique books was created for the purpose of the programme. It is a set of short stories called “WE WILL SAVE THE WORLD” written by Polish authors of books for children and adolescents. We prepared 100 free packages of books for institutions enrolled in the programme, including the book “You too can save the world. Green Tales from Pietruszkowa Wola” which was published by ING Bank Śląski and the ING for Children Foundation. Participants also got access to free class scenarios and other project materials. Once they had read the short stories and taken part in the workshops, the students prepare their own eco projects so as to have an actual impact on their natural environment and the local community. The Programme is organised by the “ABCXXI – Cała Polska czyta dzieciom” Foundation, and the WWF Poland Foundation acts as the thematic partner. ING for Children Foundation and ING Bank Śląski are the strategic partners of the 4th edition of the Programme. The Ministry of Climate and Environment and the National Library of Poland assumed the honorary patronage. The current edition of the programme will end in June 2026.

### Taking part in the conference organised by the Polish Donors Forum

The ING for Children Foundation took part in the conference organised in the ING Bank Śląski head office in Warsaw to summarise the first year of the “Polish Social Organisations for Climate” activity. The conference was organised by the Polish Donors Forum.





# We level the playing field

## Integration of children with disabilities and support for children with special need

### 2025 Orange Power

The programme is realised thanks to the funds gained for every kilometre run or marched by ING employees in the Run Warsaw mass run and the accompanying event called "I march, I support". In 2025, the Foundation supported 15 establishments (granting PLN 10,000 to each of them) to organise sports events for children with disabilities, notably:

1. Folwark Zwierzyniec in Niegostawice
2. Stowarzyszenie Słoneczni in Płock
3. Stowarzyszenie Razem przy SOSZW [Association at the Special Education and Childcare Centre in Siedlce] in Siedlce
4. Stowarzyszenie na Rzecz Dzieci z Porażeniem Mózgowym „Blżej Nas” [Association for Children with Cerebral Palsy] in Tychy
5. Fundacja Na Ratunek Dzieciom z Chorobą Nowotworową [Foundation to Help Children with Oncological Diseases] in Wrocław
6. Special Education- and Care Centre for Children and Teenagers with Disabilities in Dąbrowa Górnicza
7. Special School Complex No. 14 in Gorzów Wielkopolski
8. Stowarzyszenie Pomocy Dzieciom z Autyzmem Sense [Association to Help Autistic Children] in Szczecin
9. General Education Schools Complex No. 5 with Integration- and Special Classes in Sosnowiec
10. Special Education and Childcare Centre No. 2 in Krakow
11. Fundacja Szerpowie Nadziei [Sherpa People of Hope Foundation] in Jastrzębie-Zdrój
12. Fundacja Sprawne Wspinanie [Efficient Climbing Foundation] in Krakow

13. Szkoła Podstawowa Specjalna nr 41 im. Wielkiej Orkiestry Świątecznej Pomocy [Special-Needs Primary School No. 41] in Zabrze
14. Specjalny Ośrodek Szkolno-Wychowawczy im. Janusza Korczaka [Janusz Korczak Special Education and Childcare Centre] in Borzęciczki - Koźmin Wielkopolski
15. Social Committee to Help People with Disabilities (SKPON) in Gliwice

Thanks to their participation in the "Run Warsaw" race and "I march, I support" event, ING employee devoted 5,200 hours to voluntary activity. In addition, ING employees got involved in the spring- and fall sports challenges as part of the "Active Charity People" campaign. We were able to raise PLN 20,000 as part of that campaign, to be used for another edition of the "ING Orange Power" Programme. The employees devoted as many as 23,010 hours to voluntary activity as part of that challenge.

### "Orange Power" Sports Academy of the Avalon Foundation

The free-of-charge "Orange Power" Sports Academy of the Avalon Foundation is a joint project with the ING for Children Foundation to integrate children with disabilities with able-bodied children during sports training. The youngest combine sports activity with fun throughout the school year. Kinga Drózdź, the Polish paralympic athlete, was the programme ambassador and she had classes with the youngest programme participants during the Academy inauguration at the Avalon Foundation head office in 2025.

### ABC of Empathy

It was yet another time that ING for Children Foundation took part in the "ABC of Empathy" project which helps children develop the awareness and sensitivity to the needs of others, while teaching them empathy and tolerance. The project relies on the book called "ABC of Empathy because we are all the same" and educational materials prepared on its basis. As many as 33 ING volunteers visited 25 schools and kindergartens to teach classes with the youngest children.



## Support for children in difficult life situations

### ▪ ING Orange Schoolbag

During the summer holiday season, the Foundation launched another “Orange Schoolbag” campaign. The ING employees joined in and together they were able to prepare 228 schoolbags for children from seven institutions. In addition, the Foundation started a fundraiser to purchase more school starter kits.

### ▪ “Letter to Santa Clause” Campaign

In 2025, ING employees gave gifts to 455 children from 12 different institutions in Poland. The Foundation also launched a fundraiser as part of the campaign, which raised PLN 3,730. In addition, the Foundation also contributed funds from charitable donations which it received between 1 and 15 December 2025, thus arriving at the total amount of PLN 11,016.24. All the money was spent to purchase sweets for children from the additional five institutions.

### ▪ Projects supporting refugee children

In 2025, the ING for Children Foundation supported two projects for refugee children. The first one was called “In your own language” (or, “W swoim języku”) and was organised in partnership with Teach for Poland. ING volunteers took part in the works of the juries evaluating the social projects as part of the programme. As part of the programme, the participants (teachers, educators, intercultural assistants and carers) were able to implement 30 projects all over Poland and involve 4,800 children. The other initiative was a Help-Line for Ukrainian children which was launched in partnership with “Dajemy Dzieciom Siłę” Foundation.






# We take care of health

## Bibliotherapy

- **The play “A Friend, the One of Its Kind”**

In 2025, the Foundation continued its collaboration with the National Polish Radio Symphony Orchestra (NOSPR) in Katowice on the children's performance 'Przyjaciel, jakiego nie było' (A Friend, the One of Its Kind), based on the book “Lucjan, the Lion One of Its Kind”. The adaptation of the storyline for a musical performance was a joint step taken by the NOSPR and the ING for Children Foundation to create valuable and socially engaged productions for children and their families.

## Zdrowie mentalne

- **Sensory-friendly concerts**

In 2025, ING volunteers were again involved in the 'Pianissimo' and 'Espressivo' concert series organised by the National Polish Radio Symphony Orchestra in Katowice. Those were sensory concerts with a unique idea – to enable people with high sensory sensitivity to participate in musical events. The seven concerts were supported by 29 ING volunteers.

- **Webinars for parents on children's mental health**

Together with the “Dajemy Dzieciom Siłę” Foundation, the ING for Children Foundation prepared three webinars for parents on children's mental health, including:

1. Dopamine – in a loop of emotions, or about young people's presence in the social media.
2. Supporting children in difficult moments – from talking in crisis to talking in confidence.
3. How to recognise depression in a child/loved one and how to help them?

## Supporting ill children

- **Fundraisers for oncological treatment for children**

In 2025, the Foundation continued its programme of oncological fundraisers for children among ING employees. The Foundation donated PLN 288,975 to the ill children, including PLN 44,725 raised among ING employees. Twenty-two fundraisers were launched in 2025.

- **“Przemek's Fund” – supporting “Siepomaga” Foundation**

The Foundation continued its support for children with rare- and chronic diseases as part of “Przemek's Fund” which was established in 2024 to commemorate Przemysław Sobieszczuk, a long-time ING employee who struggled with *Epidermolysis Bullosa* (or, EB). In 2025, the Fund donated PLN 100,000 to “Siepomaga” Foundation to support ten children who suffer from chronic- or rare diseases.



## Our presence during events

- **Intergenerational Festival of Children Literature in Katowice**

The Intergenerational Festival of Children Literature – *Ojce i Dziaatki* is the largest literary event for children in Poland. In 2025, the ING for Children Foundation, together with the “Czas Dzieci” Foundation, offered the attendees workshops and meetings in special places in Silesia – the Silesian Museum, Bajka Pana Kleksa, the National Polish Radio Symphony Orchestra (NOSPR), as well as the Silesian Park and the Planetarium. 500 attendees took part in the Silesian edition of the Festival.

- **“EB – We Build Awareness, We Create Support” Conference**

The ING for Children Foundation took part in the “EB – We Build Awareness, We Create Support” Conference in Gliwice. The event was organised by the EB Poland Foundation in an effort to improve health of those suffering from *Epidermolysis Bullosa*, or EB.

- **Silesian Science Festival**

Together with ING Bank Śląski, the ING for Children Foundation invited children and adults to celebrate science. The event took place in December at the International Congress Centre in Katowice under the theme “Experiment”. Among the many stages and zones filled with workshops, lectures, shows and activities promoting science, there was also an ING space inspired by the ING City in Roblox.

- **Moving Image – exhibition in Zachęta National Art Gallery in Warsaw**

To mark its 25th anniversary, the ING Polish Art Foundation organised the “Moving Image” exhibition in Zachęta National Art Gallery in Warsaw. The exhibition juxtaposed selected pieces of art from the ING Polish Art Foundation’s collection with works loaned from artists associated with the Foundation, as well as pieces of art from Zachęta’s own collection and from other collections. There was also a series of educational workshops for teenagers which were conducted by a team of Zachęta’s educators with The School of Creativity from Vilnius. The ING for Children Foundation acts as the event partner.

- **Open Eyes Economy – Economy of Values**

In 2025, the ING for Children Foundation took part in the 10th edition of the Open Eyes Economy Summit (OEES) in Cracow which was held under the theme “Economy of Values”. Experts from various areas, sectors and companies, including the representatives of the ING for Children Foundation shared their knowledge and experience during the two days of the conference. Joanna Dymna-Oszek, the President of the ING for Children Foundation, took part in the inspiration session on “Corporate values: solid foundations or a mere façade?”. Meanwhile, Aldona Radomska-Paluchowska, Programme Specialist at the ING for Children Foundation, took part in the special session on “Mental health online: how to protect the health of children and young people in the digital world”.

- **Diversity Charter**

In 2025, ING for Children Foundation signed the Diversity Charter. The Foundation was also included on the Diversity IN Check 2024 List, a ranking of employers who are most advanced in terms of diversity management and inclusion in Poland.



# ING for Children Foundation Awards

- **“Sustainability Reports” Competition**

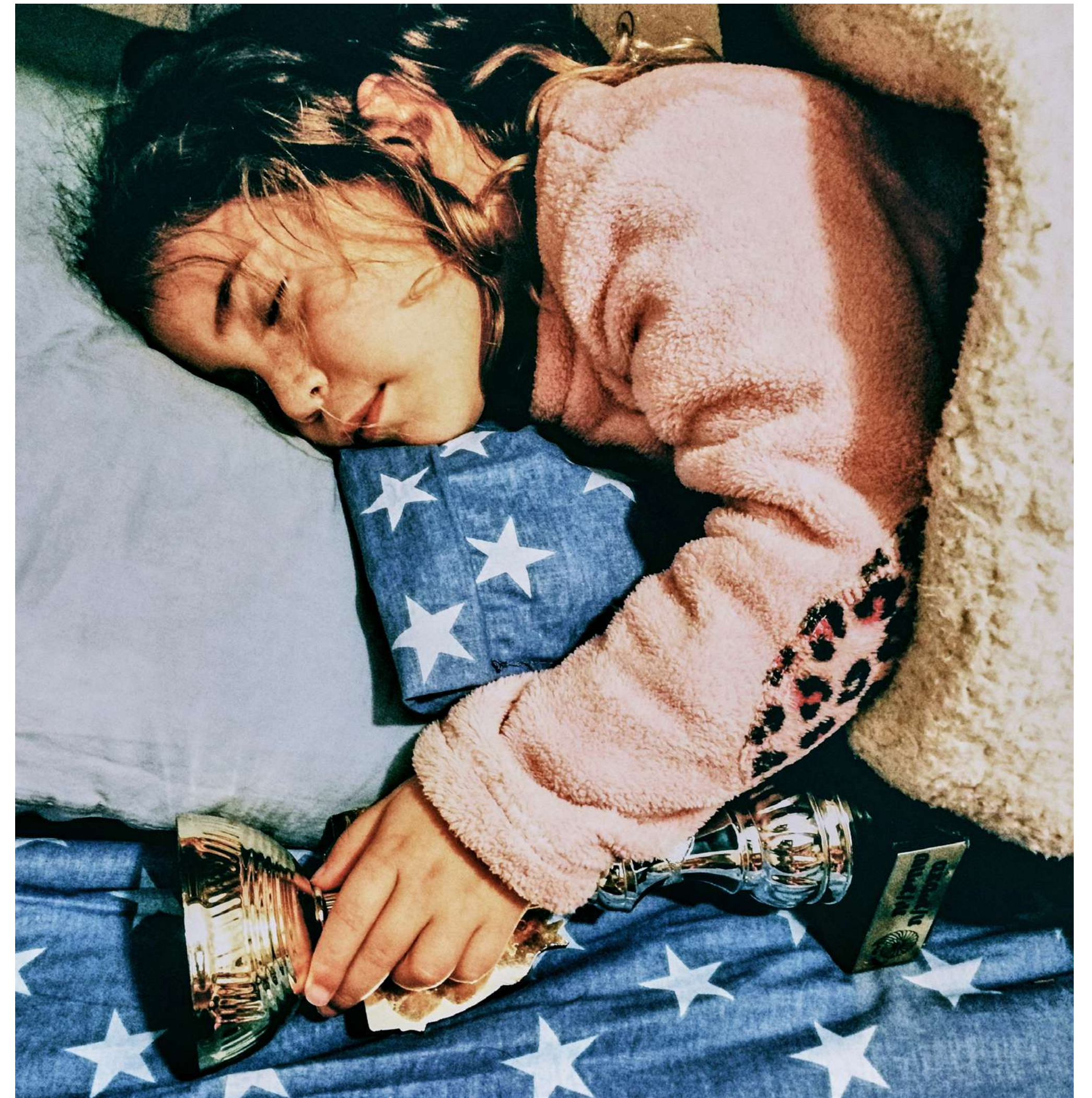
The ING for Children Foundation 2024 Report called “ING Voluntary Services Programme is our power!” received the highest number of votes in the “Internet Users’ Award” category of the 19th edition of the Sustainability Reports Competition organised by the Responsible Business Forum.

- **CSR Poland Awards 2025**

The ING for Children Foundation received an award in the “Volunteering” category as part of the CSR Poland Awards 2025.

- **Gala “Barwy Wolontariatu” [“Colours of Volunteering Activity” Gala]**

The ING for Children Foundation received a distinction for the employee initiative called “Good Idea” during the “Colours of Volunteering Activity” Gala in Częstochowa. It is a regional event to honour the most active-, creative- and socially engaged people, groups and initiatives. It is organised by the Regional Volunteering Centre in Katowice, amongst others.





# Employee Volunteering

We would not have been able to implement the above programmes without the enormous engagement of ING employees. We are proud to say that ING Voluntary Services Programme is our power! ING Bank Śląski and other companies of the ING Bank Śląski Group give all their employees the ability to spend eight hours throughout the year on voluntary activity, in accordance with the ING Bank Śląski Labour Bylaw and the labour regulations of the other Group members. We meet to work on the voluntary activities during the working hours registered for voluntary activity, as well as after work and on weekends. As a result, in 2025, ING employees/volunteers spent as many as 41,302 hours to take part in voluntary initiatives.

The Foundation provides the volunteers with financial- and subject-related support. In addition to the "My Environment" grant competition, ING employees may also take advantage of the Good Idea Fund. In 2025, the Foundation awarded funds to implement 66 ideas to the total amount of PLN 370,195.00. 4,229 children took part in the projects. 686 ING volunteers were involved in the project implementation.

In 2025, the ING for Children Foundation organised 13 training courses for volunteers which were attended by 462 ING employees. The training courses focused on financial education, ecological education, supporting children and people with disabilities or effective social project writing.





# Financing

In 2025, the funds for the Foundation's activities originated from the following sources:

- donations from the founder (ING Bank Śląski) totalling PLN 3,578,749.08 (the funds were allocated to the day-to-day activity of the Foundation, including the implementation of programmes for children and young people),
- donations from subsidiaries (ING Lease Polska and ING Commercial Finance) totalling PLN 72,766.00 (the funds were allocated for the implementation of programmes for children and young people),
- donations from ING employees and customers for aid activities addressed to children, totalling PLN 191,023.39 (the funds were allocated for the implementation of programmes for children and young people),
- proceeds from funds received as part of 1.5% of tax for public benefit organisations, totalling PLN 124,095.10 (the funds were used for supporting the treatment of rare diseases and for the climate education programme),
- the payroll programme (a monthly donation from ING employees deducted from their salaries), totalling PLN 8,643.00 (the funds were allocated for the implementation of programmes for children and young people), and
- deposits in the amount of PLN 35,949.72.



The total cash income of ING for Children Foundation in 2025 was **PLN 4.01 million**.

In 2025, the Foundation spent **PLN 5 million** to implement social- and outreach programmes and to cover the personnel expenses and the costs of maintaining the centre in Wisła. The difference between the income and expenses was covered from the Foundation's own funds held in its bank account.



## Summary

The ING for Children Foundation has communicated its activities transparently through information posted on its website and in the social media. It sends mandatory reports to the National Revenue Administration, the National Freedom Institute and to the Central Statistical Office. In addition, in 2025, the Foundation published a report on its activities for 2024. The report described its permanent programmes, campaigns and events. The report showcased the most important educational projects, activities aimed at promoting equality and social inclusion, initiatives supporting mental resilience of children and teenagers, as well as statements made by ING volunteers.





The ING Polish Art Foundation was established to support Polish artists and showcase current phenomena in art. The Foundation has built a collection of contemporary art and implemented a number of artistic- and educational projects. In 2025, the Foundation implemented its projects in accordance with the action plan adopted and approved by the Foundation Board and the Foundation Council, including the jubilee exhibition *Moving Image* in Zachęta — National Gallery of Art in Warsaw to mark its 25th anniversary. The activities of the Foundation in 2025 were funded by ING Bank Śląski and ING Hubs Poland, fitting in the ING Group's global programme of patronage of arts, which plays an important role in creating the organisation's culture.

## Art Collection

The Foundation's art collection comprises works created after 1990 by living Polish artists. Currently, the collection is made up of more than 300 works of art, including 98 paintings, 86 photographs, 46 works on paper, 63 art objects (sculpture, ceramics, textile, etc.), 19 videos and 5 art installations. The collection includes works by 52 female- and 76 male artists. The Foundation's collection remains one of few consistently operated corporate art collections in Poland. In 2025, works of the following female artists were added to the collection: Ant Łakomsk (paintings), Monika Mamzeta (an art object with video) and Anna Zaradny (an interdisciplinary installation in public space).

## Collection Display

120 works of art from the Foundation's collection are presented on a permanent basis in the open space of the 1st Floor Gallery at the Plac Unii Building at Puławska 2 in Warsaw. The exhibition is located on the first floor of the shopping centre and it is one of few permanent presentations in the capital city showcasing the most interesting phenomena in Polish art after 1990 that it accessible to the public. It is also the only office- and conference space of that type in Poland that is accessible to the bank employees with permanent exhibition of contemporary art works, meeting rooms and a cafe. One can see there the works by classic artists, such as Jarosław Modzelewski, Zofia Kulik or Wilhelm Sasnal, as well as the works by artists of the young- and the youngest generations – Karolina Jabłońska, Agata Ingarden or Adam Kozicki.

The remaining works from the art collection are displayed in the bank outlets all over Poland, both in the corporate- and retail banking sections. The works can be seen in the Private Banking Centres in Warsaw, Katowice, Gdańsk, Poznań, Łódź and Wrocław, in the corporate space in Katowice, Białystok and Poznań, as well as at ING HUBS Poland in Warsaw and Katowice.

The Foundation also presents the collection online. The images of the works are made available free of charge on the Foundation's website under Creative Commons licence (Attribution given to the author, Noncommercial purposes, No derivatives).



## Exhibitions, presentations and events

To mark its 25th anniversary, the Foundation organised the *Moving Image* exhibition in Zachęta — National Gallery of Art in Warsaw (8.11.2025 – 1.02.2026) curated by Audrius Pocius. The exhibition explores the very act of collecting not simply as acquisition or preservation, but rather as a gesture toward future generations and seeks to find an answer to the question: How does one inherit heritage? To reinforce the educational aspect of the exhibition, the Foundation joined forces with its sister ING for Children Foundation, which became a partner of the exhibition, supporting the process of creating a rich proposal of educational activities and scenarios.

The Foundation's permanent activities include presentations and projects carried out in the Podgląd (Eng. Sneak-Peak) Gallery, located in the shop window of the bank's headquarters at Puławska 2 in Warsaw. Thanks to its location, access to the presented content is available to all passers-by, 24 hours a day. In 2025, the gallery had seven editions, during which works from the Foundation's collection were presented, as well as two special projects, the result of a collaboration with invited art curators (involved in *The Artist: The Professional* programme and the *Reverses* show on an art studios).

In 2025, the Foundation presented a total of 16 videos on the Screen (a large-format display accessible to all visitors at Plac Unii). The art curator Weronika Zalewska was invited to prepare the film programme. She developed four series (*Couplings*, *Thaws*, *Reflections* and *Couplings*) showcasing the films of young artists and works from the collection of Zachęta — National Gallery of Art. During the summer holidays, people were able to see on the Screen a selection of the works by the participants of *The Artist: The Professional* programme.

The Foundation also continued its public programme of events in the 1st Floor Gallery space. In 2025, there were: seven open guided tours of the collection and thematic meetings with artists, art curators and journalists (two additional meetings were held in Zachęta — National Gallery of Art), eight meetings for organised groups (including but not limited to the guests at the international conference “Young Artists – Challenges and Reality” organised by the Ministry of Culture and National Heritage, participants of the study visits for directors and



art curators of the German museum institutions or students of the Media Art Faculty at the Warsaw's Academy of Fine Arts, attended in total by approx. 500 people.

As part of sharing and loaning works from the Foundation's collection, works were shown at 11 exhibitions and events in Poland and abroad, including: *Hidden Meanings: Interior Motifs in Polish Art from the 19th to the 21st Century* at the National Museum in Poznań, *Let Them See Us! Image, Attire, Body* at the Royal Castle in Warsaw or *Half a Life* at Museum unter Tage w Bochum.

2025 is also the year of the ninth edition of the Foundation Award during Warsaw Gallery Weekend. Through the Award, the Foundation supports Polish artists and WGW-affiliated galleries that build the position of the Polish art scene on the international art market. In 2025, the Foundation awarded two Main Prizes and one Special Award. We were also a partner of the banquet organised at the Palace of the Commonwealth for the event guests.



## The Artist: The Professional

In 2025, the Artist: The Professional project, addressed to students and budding artists, took place for the ninth time. The goal of the project is to prepare the attendees for the moment of graduation and the professionalisation of artistic activity, to level the playing field and to support professional development. During the classes, attendees can learn about tools and practices to help them function as an artist. Lectures, workshops and portfolio consultations are given by art curators, artists and activists, exhibition producers and art market specialists, among others. The 2025 edition included eight online lectures for 2,650 registered participants and 500 portfolio consultations led by 30 specialists in the field, as well as a trip to the Summer School in Teremiski (Bialowieza Forest). All lectures were interpreted into Polish Sign Language. The recordings from this edition, as from previous editions, together with additional supplementary materials, have found their way into the Knowledge Base and are available to everyone [on the Foundation's website](#).

## Educational offer for bank employees

Traditionally, the Foundation started the year with a series of online meetings with ING employees. In the fifth edition of the 'Lunch Course on History of Art', the starting point for each of the seven meetings were works of art that had recently been added to the Foundation's collection presented in the context of interesting social phenomena or events in the lives of artists. An additional 6th edition of the course was conducted on the occasion of the jubilee exhibition of the Foundation in Zachęta — National Gallery of Art in Warsaw. During the five meetings with Zachęta educators, the employees learned more about the exhibition, the art collection and the gallery's history.

More than 10 guided tours of the Foundation's collection were held for the bank's Polish and foreign employees and clients at 1st Floor Gallery. There were also two meetings with artists. As every year, there were also joint walks and visits to exhibitions as part of Warsaw Gallery Weekend. In addition, the Foundation communicated its activities to bank employees via the monthly newsletter.





# Update

on the implementation status of the diversity policy for the Bank Management Board and Supervisory Board in 2025





# Update on the implementation status of the diversity policy

## for the ING Bank Śląski S.A. Management Board and Supervisory Board in 2025

The basis for presenting information on the implementation of the diversity policy with regard to the Management Board and Supervisory Board of ING Bank Śląski S.A. in 2025 is Guideline 2.11.6 of the 2021 Best Practice for GPW Listed Companies.

Since September 2018, ING Bank Śląski S.A. has had a *Diversity Policy for ING Bank Śląski S.A. Management Board and Supervisory Board Members* in place ("Policy"). Following the positive recommendation of the Remuneration and Nomination Committee of the Supervisory Board of ING Bank Śląski S.A., the *Policy* was implemented by Resolution of the Supervisory Board of the Bank No. 60/X/2018 of 20 September 2018. The *Policy* was updated twice:

- By Resolution No. 57/VIII/2019 of the Supervisory Board of ING Bank Śląski S.A. dated 6 June 2019.
- By Resolution No. 24/V/2022 of the Supervisory Board of ING Bank Śląski S.A. dated 11 March 2022. The amendments were approved by Resolution No. 34 of the Ordinary General Meeting of ING Bank Śląski S.A. dated 7 April 2022.

### Objective of diversity policy

#### 1. The Policy seeks to:

- reach a wide scope of powers when appointing Supervisory Board and Management Board Members to have diverse points of view and experience and to enable issue of independent opinions and reasonable decisions within a given body,

- ensure high quality of tasks performed by the managing bodies by way of selecting competent persons to hold the positions at the Supervisory Board and Management Board, first of all applying therefor objective business-related criteria and taking into account benefits stemming from diversity.
2. As regards business-related criteria, the strategy of diversity ensures selection of persons with diverse knowledge, skills and experience, suitable for positions held by them and duties entrusted to them, who complement each other at the level of all the Management Board and Supervisory Board Members. The criteria are verified in the suitability assessment process described in the *Suitability assessment policy for Supervisory Board and Management Board Members and the persons holding key functions at ING Bank Śląski S.A.* Further, the *Policy* covers and employs the differences which besides knowledge and professional experience are driven by sex and age to accomplish top results.
  3. When taking a decision to appoint members of the managing bodies, the Bank takes into consideration the fact that more diverse governing bodies are conducive to constructive challenge and discussion based on various viewpoints. The *Policy* assumes aiming at ensuring representation of both genders in the processes of selection and succession plans. At the same time, the *Policy* stipulates that the Bank will not appoint members to bodies for the sole purpose of increasing the diversity to the detriment of the functioning and suitability of the body as a whole or the suitability of individual members.



## How to achieve the diversity policy objective

1. In order to implement the *Policy*, the Remuneration and Nomination Committee of the Supervisory Board sets a target value for the representation of the underrepresented gender in the Bank Management Board and Supervisory Board and adopts a plan to achieve the target value.

This value shall be determined in accordance with the duration of the term of office of the Bank Supervisory Board and the Management Board, i.e. once every four consecutive full financial years counted from the beginning of the term of office of the given body. It shall be verified annually on the basis of reports developed by the HR units and presented to the Committee no later than by 30 June of each calendar year. Should the target value not be reached, the Bank shall document the reasons for this, the measures to be taken and the timing of such measures to ensure that the target value is reached.

2. In 2020, the target value for the diversity ratio in the Bank's bodies has been set at 30% women to 70% men (with a deviation of +/- 2%). This value is tested separately for the Bank Management Board and Supervisory Board. By resolution dated 11 June 2025, the Remuneration and Nomination Committee of ING Bank Śląski S.A. upheld its previous determinations and confirmed the target ratio of:

- 30% for the Bank Management Board,
- 30% for the Supervisory Board,
- 30% for the Management Board and Supervisory Board combined.

At the same time, the Committee indicated that achieving the target values will be supported by a review of the talent pool and an update of the succession pipeline, taking into account the objectives set out in the Diversity Policy for ING Bank Śląski S.A Management Board and Supervisory Board Members.

## Information on the implementation of the diversity policy in 2025

1. In accordance with the provisions of the *Policy*, the HR units presented information to the Remuneration and Nomination Committee at their meeting on 11 June 2025 on the determination of the status of gender representation in the Management Board and Supervisory Board of ING Bank Śląski S.A. According to the data presented, the diversity indicator understood as the number and percentage of women on the body was:

Composition of the Management Board		
Number of members	Number of women	% share of women
9	4	44%

Composition of the Supervisory Board		
Number of members	Number of women	% share of women
9	4	44%

In addition, as part of the information provided, the Remuneration and Nomination Committee was made aware of benchmarking studies on diversity indicators for ING Bank N.V. and the largest banks in Poland. In addition, the Committee was provided with the results of a comparative analysis on diversity published by the EBA – EBA Report on the Benchmarking of Diversity Practices (ref. EBA/REP/2020/05), as well as the Report on the Benchmarking of Diversity Practices and the Gender Pay Gap issued by the EBA on 7 March 2023.



## 2. Policy implementation in the Bank Management Board:

- In 2025, changes occurred in the composition of the Bank Management Board that affected the value of the diversity ratio. The change resulted from the establishment of a new Private Banking and Investments Division, which led to the expansion of the Management Board by one additional member. Ultimately, the new position was filled by a man, which naturally reduced the ratio compared with the previous year.

Matrix by gender as at 31 December 2025

Number of members	Number of women	% share of women
9	4	44%

Matrix by age at 31 December 2025

Number of members	Age		
	below 30 years	between 30 and 50	over 50
9	0 (0 %)	2 (12 %)	7 (78%)

- Bank Management Board Members are appointed and recalled, considering the requirements of the *Banking Law Act*. The President of the Management Board and the Vice-President supervising the management of the risk material to the Bank's business are appointed upon the approval of the Polish Financial Supervision Authority.

The Supervisory Board appoints the members of the Bank Management Board from among candidates selected on the basis of succession plans and, if necessary, from among external candidates who have passed the suitability assessment procedure and received a positive recommendation of the Remuneration and Nomination Committee. The process related to succession planning and the selection of suitable candidates is described in detail in the *ING Bank Śląski S.A. Management Board Members Appointing, Onboarding and Recalling Policy*

- The Bank put in place processes to ensure a composition of the Bank Management Board that allows getting access to a broad scope of competences when appointing its members in order to acquire various perspectives and experience and to enable issuing independent opinions and reasonable decisions within the authority. In order to ensure high quality of task performance by the Bank Management Board by selecting competent people, one shall apply, first and foremost, objective fact-based criteria and account for benefits deriving from diversity.
- Job profiles have been developed for the positions in the Bank Management Board, specifying the responsibilities as well as the requirements in terms of knowledge and competence and the expected involvement in terms of time commitment required to perform the function. The current composition of the Bank Management Board represents a wide range of knowledge, competencies and experience verified in accordance with the *Policy for the assessment of the suitability of the members of the Supervisory Board, Management Board and key function holders at ING Bank Śląski S.A.* The adequacy of persons occupying positions in the Bank Management Board is reviewed periodically as part of the assessment of the primary and secondary individual adequacy and the collective adequacy of the Bank Management Board as a body.



Highly qualified individuals are appointed to the Bank Management Board. All members demonstrate adequate experience and knowledge to manage the bank in the areas reporting to them.

Matrix by education as of 31 December 2025

Education	
banking and finance	engineering
8	1

The education of the Bank Management Board Members is supplemented by additional qualifications and certificates obtained through additional courses of study, post-graduate studies and specialised training, mainly in business management, but also qualifications such as the licence of chartered accountant. Each Member of the Bank Management Board has extensive professional experience.

### 3. Implementation of the Policy in the Supervisory Board:

- In 2025, changes occurred in the composition of the Supervisory Board that affected the value of the diversity ratio compared with 2024.

Matrix by gender as at 31 December 2025

Number of Members	Number of women	% share of women
7	3	43%

Matrix by age at 31 December 2025

Number of Members	Wiek		
	30 or younger	between 30 and 50	over 50
7	0 (0%)	1 (14%)	6 (86%)

- Members of the Supervisory Board shall be appointed by the General Meeting during a secret voting, upon considering the requirements set out in the *Banking Law Act* and in the *Policy of appointing and recalling Members of the Supervisory Board of ING Bank Śląski S.A.*, including the scope of the fulfilment of requirements in accordance with the description of responsibilities and skills related to the function of a Supervisory Board Member.



- Job profiles have been developed for the functions in the Bank Supervisory Board, specifying the responsibilities as well as the requirements in terms of knowledge and competence and the expected involvement in terms of time commitment required to perform the function. The current composition of the Bank Supervisory Board represents a wide range of knowledge, competencies and experience verified in accordance with the *Policy for the assessment of the suitability of the members of the Supervisory Board, Management Board and key function holders at ING Bank Śląski S.A.* The adequacy of persons performing functions on the Supervisory Board is reviewed periodically as part of the assessment of the primary and secondary individual adequacy and the collective adequacy of the Supervisory Board as a body.

Highly qualified individuals are appointed to the Bank Supervisory Board. All members have appropriate experience and knowledge to properly supervise the Bank.

Matrix by education as of 31 December 2025

Education
economics
7

The education of the Supervisory Board Members is supplemented by additional qualifications and certificates obtained through additional courses of study, post-graduate studies and specialised training, mainly in management, accounting, law, information technology, but also qualifications and licences of, for instance, certified accountant or certified auditor. Each Member of the Supervisory Board has extensive professional experience.

- An additional criterion differentiating the composition of the Supervisory Board is the nationality of the Board members. In the composition of the Supervisory Board, 2 persons have a nationality other than Polish.

Matrix by nationality as at 31 December 2025

Nationality	
Polish	other
5	2

**The Supervisory Board assess that in 2025 the Bank has properly implemented the assumptions of the adopted diversity policy.**