Supervisory Board’s Report for 2025

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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
Supervisory Board Chair	Ms Monika Marcinkowska	Ms Monika Marcinkowska
Supervisory Board First Deputy Chair	Ms Małgorzata Kołakowska	Ms Małgorzata Kołakowska
Supervisory Board Deputy Chair	Mr Michał Szczurek	Mr Michał Szczurek
Supervisory Board Members	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
Risk Committee Chair	Ms Dorota Dobija	Ms Dorota Dobija
Risk Committee Members	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
Remuneration and Nomination Committee Chair	Ms Aneta Hryckiewicz-Gontarczyk	Ms Monika Marcinkowska
Remuneration and Nomination Committee Members	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
Audit Committee Chair	Mr Arkadiusz Krasowski	Mr Arkadiusz Krasowski
Audit Committee Members	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

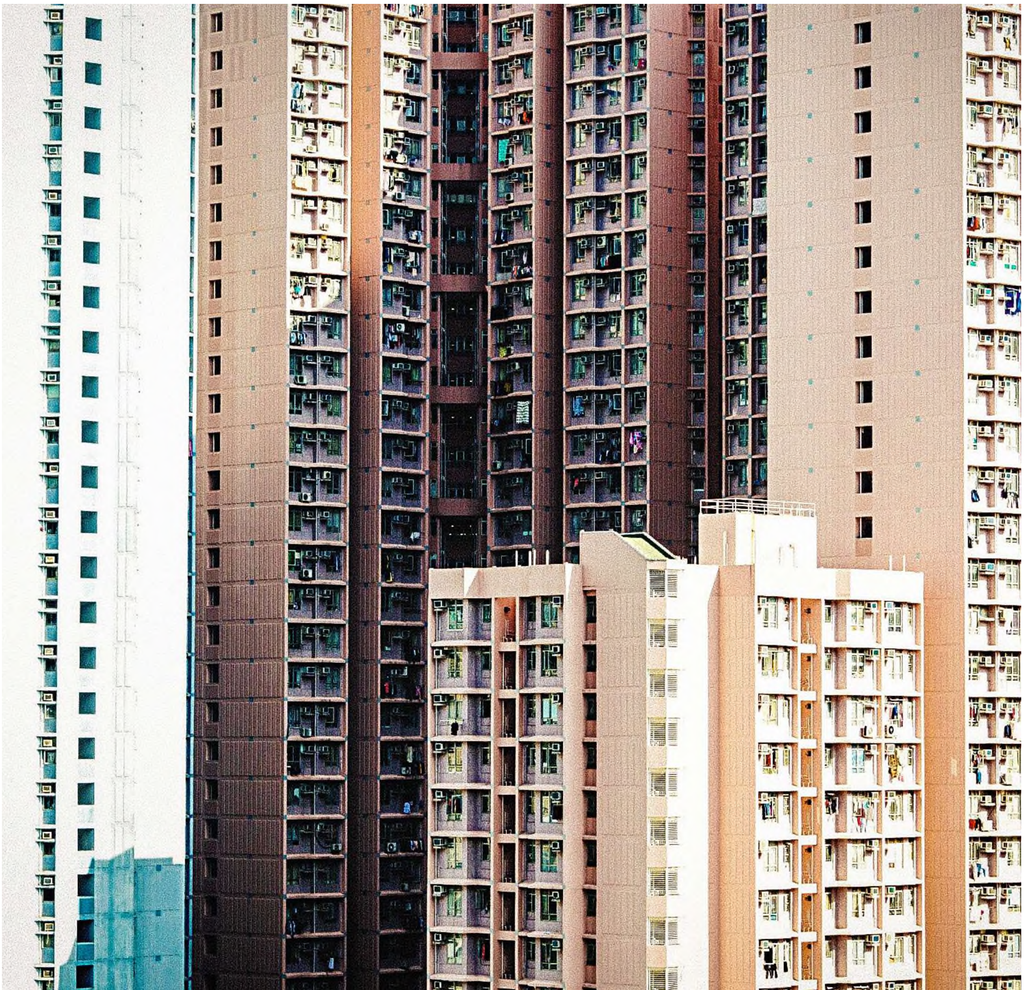
and absence of ties with the shareholder that holds at least 5% of the total number of votes

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 McDonalds'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 Powszechne 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	**Professor in economic science** 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	**Certified Accountant** **Professor in economic science** university degree - specialty: data processing and accounting	yes
Arkadiusz Krasowski	yes	yes	**Chartered Auditor** 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	▪ Harvard Business School, PLD 25 ▪ Warsaw School of Economics Master of Arts in Finance and Banking (graduated with distinction) ▪ Harvard University and Kennedy School of Government, USA ▪ ESADE (Escuela Superior de Adminis y Direccion de Empresas) CEMS scholarship
Joanna Erdman Vice-President of the Management Board, CRO Division	▪ Warsaw School of Economics, Finance & Statistics – master's degree ▪ London Business School, Senior Executive Programme ▪ Advanced Risk Management Program, Wharton University ▪ Sustainable Finance, University of Cambridge ▪ Sustainability and Climate Risk, Global Association of Risk Professionals (GARP)
Marcin Giżycki Vice-President of the Management Board, Individual Clients Division	▪ The University of Economics in Katowice, Banking and Finance Faculty – master's degree ▪ The Poznań School of Banking, Banking and Finance Faculty – BA studies, ▪ Graduate School of Business Stanford University, Standard Executive Program
Bożena Graczyk Vice-President of the Bank Management Board, CFO Division	▪ University of Łódź, Faculty of Economics and Sociology – master degree ▪ University of Łódź, the Centre of European Studies ▪ University of Limburg as part of Tempus Programme ▪ University of Bristol, the United Kingdom and École Nationale des Ponts et Chaussées, France, Executive MBA in International Business ▪ Diploma of The Accountants Association of Poland; certified auditor qualifications ▪ University of Navarra, Spain, Advanced Management Program ▪ IESE Business School ▪ Graduate School of Business Stanford University, Standard Executive Program
Marcin Kościński Vice-President of the Bank Management Board, Business Clients Division	▪ Poznań University of Economics and Business, Economic Sciences Faculty, PhD in Economic Sciences, ▪ Poznań University of Economics and Business, Master degree in Economics, Finance and banking (banking) ▪ INSEAD Business School ▪ The London School of Economics, Executive Education - Digital Marketing Strategy
Ewa Łuniewska Vice-President of the Bank Management Board, Private Banking Clients and Investment Division	▪ Warsaw School of Economics Foreign Trade Faculty – master's degree
Michał H. Mrożek Vice-President of the Bank Management Board, Wholesale Banking Division	▪ Georgetown University School of Foreign Service, Washington, D.C. International Trade & Finance – Joint degree – Bachelor Cum Laude and Masters Dean Citation
Maciej Ogórkiewicz Vice-President of the Bank Management Board, CIO Division	▪ Silesian University of Technology in Gliwice - Master of Science, Computer Science ▪ ISC2 - Certified Information Systems Security Professional ▪ ISACA - Certified Information Security Manager ▪ ISACA - Certified Information Systems Auditor ▪ ISACA - Certified in Risk and Information Systems Control ▪ Cisco Certified Internetwork Expert - Security ▪ Google Cloud Certified Professional Cloud Security Engineer
Alicja Żyła Vice-President of the Bank Management Board, COO Division	▪ University of Economics in Katowice, master's degree in Economics, International Economic Relationships/ European Integration ▪ Tilburg University of Business Studies, ▪ ING International Management Development, Programme, Marketing Training for ING Staff, ING Group Amsterdam

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:

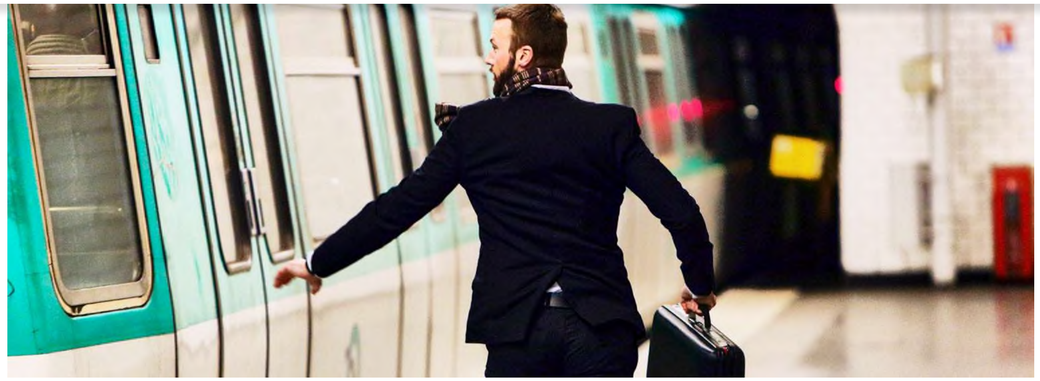
- assessment of the internal control system made by the Internal Audit Department,
- update of the Bank Management Board on the manner of performing tasks related to the internal control system described in the report,
- periodic reports of the Centre of Expertise – Compliance,
- the assessment of the 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. Mrożek 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:

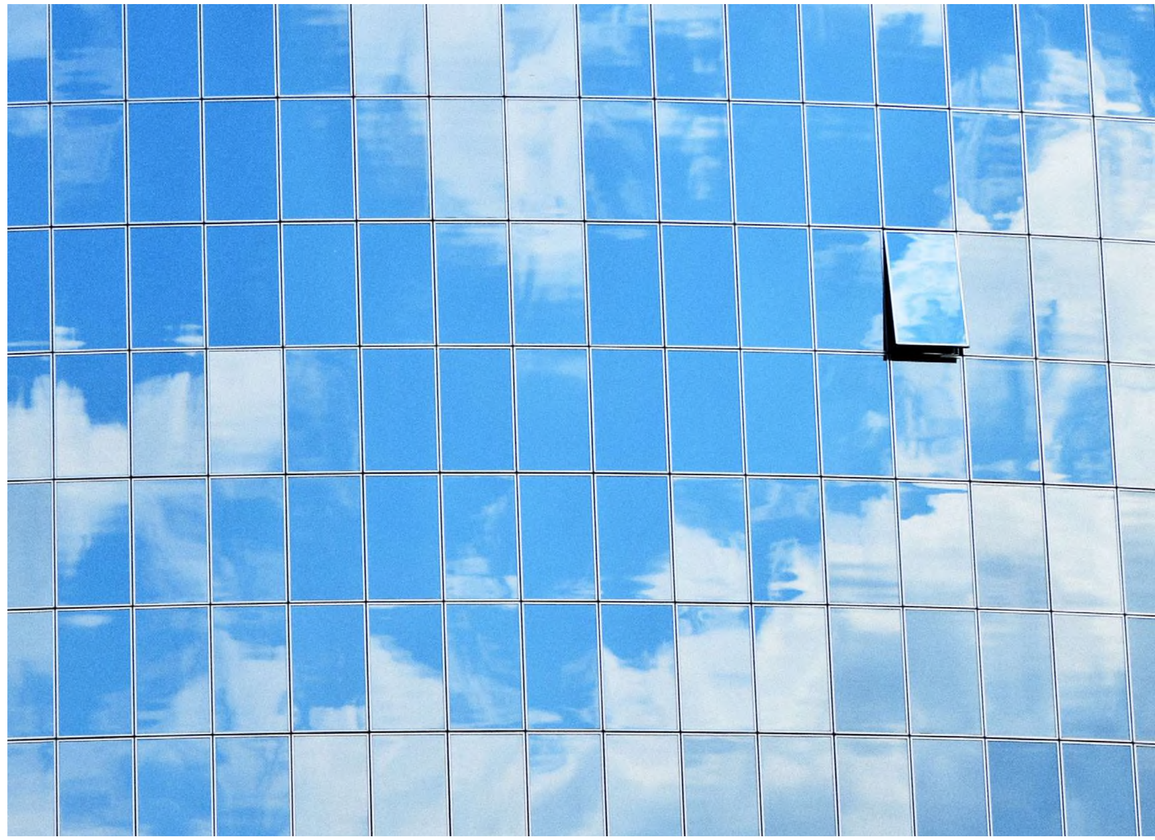
- approval of amendments to the Bylaws of the Supervisory Board and Board Committees,
- approval of amendments to the *ING Bank Śląski S.A. Management Board Bylaw*,
- approval of the amendments to the ING Bank Śląski S.A. Organisational Bylaw and periodic amendments to Enclosure No. 2 therewith – *Segregation 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[1] 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[1] 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[1] 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[1] 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
Arkadiusz Krasowski – Chair	**Monika Marcinkowska – Chair**	**Dorota Dobija – Chair**
Dorota Dobija Monika Marcinkowska Hans De Munck Serge Offers	Dorota Dobija Małgorzata Kołakowska	Małgorzata Kołakowska Arkadiusz Krasowski Monika Marcinkowska Michał Szczurek

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.

9 meetings

26 recommendations

4 decisions

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 B*ylaw 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 andManagementBoard,
  - 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 September2025 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. 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 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.

15 meetings

36 recommendations

3 decisions

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[1].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[1].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[1].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. Mrożek 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.

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

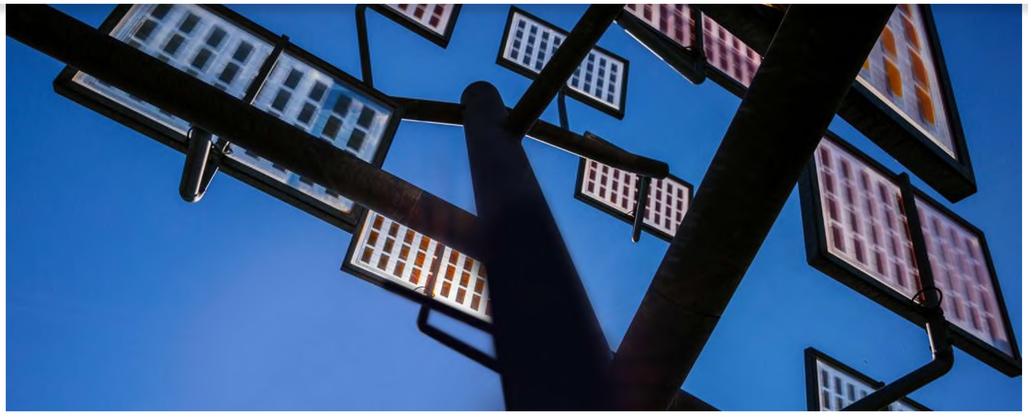
The ING Group N.V.'s grant fund is dedicated to projects and programmes in individual countries for community investments – in the areas of financial health, supporting labour market resilient professional skills and supporting entrepreneurship. The projects, prepared by local NGOs in each country, are 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 patters 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.

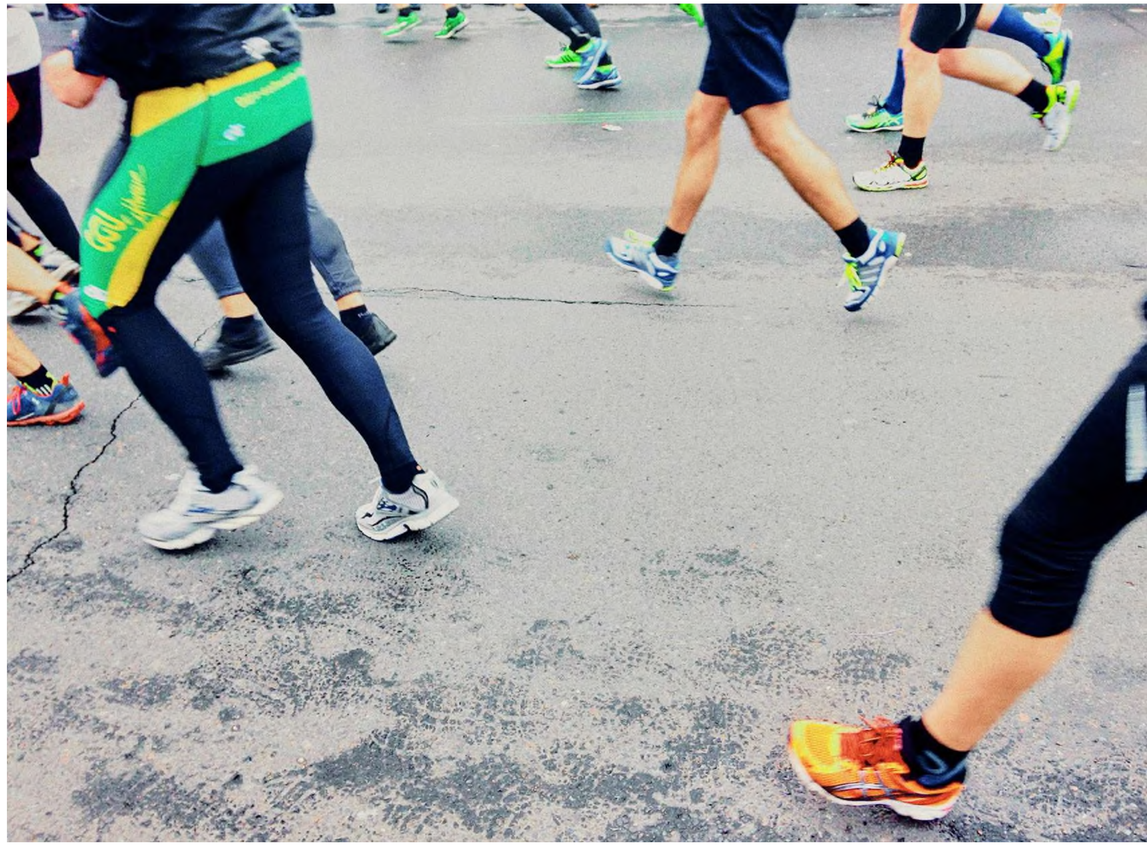
United Nations Global Compact Network Poland (UNGC)

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 important 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
Total	**15,1**

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.

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.

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 Sugery 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.

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 Niegosławice
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 „Bliżej 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 Dróżdż, 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 Dziatki* 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.

Fundacja Sztuki Polskiej ING

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*, *Reflectionsa* 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.

ING Bank Śląski S.A.

Update on amendments to the *ING Bank Śląski S.A. Supervisory Board Bylaw*

This update is presented to the General Meeting as part of agenda item 8 of the ING Bank Śląski S.A. General Meeting, convened to be held on 16 April 2026: *Presenting the update on amendments to the Supervisory Board Bylaw*.

The duty to update the General Meeting on amendments to the *Bank Supervisory Board Bylaw* derives from recommendation no. 9 set out in Recommendation Z of the Polish Financial Supervision Authority (hereinafter: the PFSA) on corporate governance principles at banks, which has been in effect since 1 January 2022.

Most significantly, pursuant to recommendation no. 9, where the *Supervisory Board Bylaw* is enacted by the Supervisory Board rather than by the General Meeting, the General Meeting shall be updated on the *Bylaw* enacted, or the General Meetings shall approve it, depending on the solution adopted at the bank.

ING Bank Śląski S.A. has adopted a solution, whereby the Supervisory Board enact their own *Bylaw* (§24.4 of the *ING Bank Śląski S.A. Charter*). Therefore, the relevant information on the applicable *Supervisory Board Bylaw* and amendments thereto will be presented to the General Meeting.

In 2025, the Supervisory Board Bylaw was updated only once. The amendments, adopted by way of Supervisory Board Resolution No. 73/XII/2025 of 27 June 2025, were made to adjust the independence criteria of the Supervisory Board Members to the currently binding provisions of the *Act on Statutory Auditors, Auditing Firms and Public Oversight of 11 May 2017*.

To fulfil the duty envisaged under Recommendation No. 9, the current version of the *ING Bank Śląski S.A. Supervisory Board Bylaw* has been enclosed herewith for the General Meeting. The current version of the *Bylaw* can be also found on the ING Bank Śląski S.A.'s website, tab: *Company profile/ Legal documents.*

ING BANK ŚLĄSKI S.A.
SUPERVISORY BOARD BYLAW

I. General Provisions.

§ 1

The Supervisory Board of ING Bank Śląski S.A. (hereinafter referred to as the "**Supervisory Board"**) acts pursuant to the Banking Law, Commercial Companies Code, Bank Charter and this Bylaw.

§ 2

1. The Supervisory Board supervises all areas of the Bank operation on a continuous basis.
2. The authority of the Supervisory Board is provided for by the Banking Law, Commercial Companies Code as well as other legal regulations and provisions of Bank Charter, considering regulatory recommendations and guidelines.

II. Supervisory Board Composition, Mandate and Term.

§ 3

1. The Supervisory Board is composed of Members elected by the General Shareholders Meeting by secret ballot.
2. The number of the Supervisory Board Members is determined by the General Shareholders Meeting; however it should be at least five (5) and not more than eleven (11). At least half of the Supervisory Board Members, including the Supervisory Board Chair, should be the citizens of the Republic of Poland.
3. The Supervisory Board Members should have specialist knowledge of and experience in each material area of operations pursued by the Bank and understand the nature and risk of Bank's operations inside out.
4. At least two Members of the Supervisory Board should be free from any relations with the Bank, its shareholders or employees, if those relations could significantly affect the ability of the said Member to take impartial decisions (**"Independent Members"**).
5. The Independent Members should meet the following criteria in particular:

1) they are not or have not been over last 5 years from the appointment date, Members of the senior management, and they are not or they have not been Members of the Bank Management Board or of the management board or other managing body of a related unit of the Bank,

2) they are not or have not been over last 3 years from the appointment date, employees or persons employed under a different agreement of a similar nature at the Bank or its related unit,

3) they do not exercise control as defined in the Accounting Act or do not represent persons or entities that exercise control over the Bank,

4) they do not receive or have not received any additional considerable remuneration from the Bank or its related unit, except for remuneration they received as Members of the Supervisory Board or other supervisory or control body, including the Audit Committee,

5) they do not maintain or did not maintain during last year from the appointment date any material business relations with the Bank or its related unit, directly or as an owner, partner, shareholder, Member of the supervisory board or other supervisory or control body, or a senior management Member such as a Member of the management board or other managing body of the entity that maintains such relations,

6) they are not or have not been over last 2 years from the appointment date:

   a) owners, partners (including general partners) or shareholders of the existing or former auditing firm performing the audit of the Bank's financial statements or attestation services for the sustainability reporting of the Bank, or of its related unit, or
   b) Members of the supervisory board or other supervisory or control body of the existing or former auditing firm performing the audit of the Bank's financial statements or attestation services for the sustainability reporting of the Bank, or
   c) employees or senior management, including members of the management board or other management body of the existing or former auditing firm performing the audit of the Bank's financial statements or attestation services for the sustainability reporting of the Bank, or of its related unit, or
   d) other natural persons whose services were used or that were supervised by the existing, or former auditing firm or statutory auditor acting on its behalf,

7) they are not members of the management board or other managing body of the unit where the Management Board Member is a member of the supervisory board or other supervisory or control body,

8) they have not been Supervisory Board Members for more than 12 years,

9) they are not spouses, persons remaining in cohabitation, direct relatives or kinsmen and secondary relatives or kinsmen up to the fourth degree – of the Bank Management Board Member or persons referred to in items 1-8,

10) they are not persons related due to adoption, custody or guardianship with the Bank Management Board Member or persons referred to in items 1-8,

11) they are not actually or materially connected with the shareholder having at least 5% of the total number of votes at the General Meeting of the Bank.

6. The persons being candidates for the Supervisory Board Member should submit a statement, determining whether the candidate meets the criteria for being the Independent Member as indicated in section 5, and also whether there exist the circumstances causing the candidate to be dependent.
7. The Supervisory Board Member is required to inform the Bank immediately, however not later than before the following meeting of the Supervisory Board, about each a change to the status laid down in section 5 as well as about any new circumstances possible to affect the independence assessment.
8. Each Supervisory Board Member is required to submit at least once a year the statement referred to in section 6. The statement is made at the beginning of the calendar year.
9. The statements referred to in sections 6 and 8 shall be verified by the Bank, in particular during the suitability assessment of the candidate or suitability re-assessment of the Supervisory Board Member.
10. The Supervisory Board appoint a Supervisory Board Chair and one or two Deputy Chairs from among Members.
11. The Supervisory Board Chair shall be selected in particular on the basis of experience and team management skills, upon accounting for the independence criterion.
12. Should two Deputy Chairs be selected, the Supervisory Board shall entrust the role of Deputy Chair I to one of them.
13. The Supervisory Board Chair should not combine this function with chairing the Audit Committee of the Supervisory Board.
14. In the absence of or if there is an impediment to performing the function of the Supervisory Board Chair, the Chair's rights and obligations are performed by the Deputy Chair. If two Deputy Chairs were elected, Deputy Chair I and in their absence the other Deputy Chair shall perform the rights and obligations of the Board Chair in the circumstances described in the foregoing sentence.

§ 4

1. Supervisory Board Members are appointed for a joint term of office which shall commence upon the appointment date and last for the four subsequent full accounting years.
2. Mandates of the Supervisory Board Members expire as of the day of the General Shareholders Meeting approving the financial statements for the last full year of their office.
3. The mandates of the Supervisory Board Members expire before the end of the term:

1) in case of resignation of the Supervisory Board Member from his/her office, as of the day of notifying the Bank thereof or as of the day specified in the resignation letter, which shall however not be earlier than the notification day,

2) in case of recalling the Supervisory Board Member by the General Shareholders Meeting, as of the recalling date,

3) in case of death of the Supervisory Board Member.

4. If, due to the expiry of a mandate, the number of the Supervisory Board Members decreases below 5 Members, the Supervisory Board Chair shall notify the Bank Management Board about the urgent need to convene the Extraordinary Shareholders Meeting in order to supplement the Supervisory Board composition to at least the statutory minimum.

5. The Supervisory Board Member should not resign from this function during the term of office, under the circumstances when the resignation could be to detriment of the Supervisory Board's functioning and, in particular, in the aspect of passing resolutions.

III. Supervisory Board Members.

§ 5

1. Subject to section 2 herein, the Supervisory Board Members may perform their duties exclusively in person.

2. The Supervisory Board Members may participate in adopting Supervisory Board resolutions by casting their votes in writing through the agency of another Supervisory Board Member. Casting the votes in writing cannot refer to the issues added to the agenda during the Supervisory Board meeting.

3. The Supervisory Board Member should perform his/her function in an active manner, showing the necessary level of commitment and devoting the time as required to perform the tasks properly, notably by active participation in meetings and other works of the Supervisory Board and its Committees. In his/her actions, each Supervisory Board Member shall consider interest of the Bank and the independence of opinions and judgements.

4. In case the Supervisory Board Member cannot attend the meeting, s/he is obliged to inform the Supervisory Board Chair thereof, stating reasons for his/her absence.

5. The Supervisory Board Member is obliged to inform the Supervisory Board Chair about any obstacles to execute his/her mandate that may last for more than 6 months. If the impediment referred to hereinabove relates to the Supervisory Board Chair, the Chair notifies the Deputy Chair accordingly. The notification should be made in writing or via means of electronic communication.

6. In the case of impediment referred to in section 5 , should a person concerned not submit his/her

resignation, the Supervisory Board Chair may apply § 4 section 4 hereof. If the impediment to executing the mandate relates to the Supervisory Board Chair, the Deputy Chair shall be vested with the said right.

7. In the event referred to in section 6, the Supervisory Board Chair or the Deputy Chair respectively notifies the Chair of the Remuneration and Nomination Committee about the ensuing situation in order to verify whether the suitability of the Supervisory Board needs to be assessed.

§ 6

1. The Supervisory Board performs their functions collectively. The Supervisory Board may delegate their Members to perform certain supervisory activities autonomously, however, it shall define the principles for such supervision.
2. Delegated Supervisory Board Members should advise the Supervisory Board of their supervisory activities and their outcome at least once a quarter in the financial year.
3. Under their supervisory functions, the Supervisory Board shall have the right to control the entire scope of the Bank activities, and in particular to:

1) check books, records and documentation,

2) audit the Bank assets and carry out financial control,

3) request that the Bank Management Board, holders of commercial powers of attorney and persons employed under a contract of employment or regularly performing for the Bank certain activities under a contract of mandate, a contract for specific work or other contract of similar nature develop or deliver thereto any information, documents, reports or clarifications concerning the Bank, and its operations or assets in particular; the request may also pertain to the information, report or clarification held by the body or obligated person for the subsidiaries or related companies,

4) participate in the meetings of the Bank Management Board.

4. The information, documents, reports or clarifications referred to under section 3.3) shall be delivered to the Supervisory Board immediately, but not later than within two weeks from the date of request notification to the body or the obligated person, unless otherwise stated in the request.
5. The scope and mode of control and supervisory activities performed personally by the Supervisory Board Member shall be determined every time by the Supervisory Board or by the Supervisory Board Chair authorised by the Supervisory Board.
6. The Member of the Supervisory Board may be delegated temporarily to perform the functions of a Bank Management Board Member who is unable to perform his/her duties.

§ 7

1. When performing their duties, a Member of the Supervisory Board should exercise due diligence connected with the professional nature of their business and should remain loyal towards the Bank. A Supervisory Board Member will not violate the duty of due diligence connected with the professional nature of their business when acting in a loyal manner towards the Bank and with justified business risk (the so-called business judgement rule), including based on the information, analyses and opinions which should be accounted for in given circumstances while performing due assessment.
2. The Member of the Supervisory Board is obliged to keep secret all information obtained while performing his/her supervisory duties, also after expiry of his/her mandate.
3. The obligation to keep the information secret refers especially - pursuant to relevant legal regulations - to the State-, banking- and trade secrets, as well as to reports and information that the Bank, as the issuer of publicly traded securities, is obliged to disclose to the Polish Financial Supervision Authority and Securities and Stock Exchange Commission, Stock Exchange and news agency before making them public.
4. The Supervisory Board Member is also obliged not to disclose the subject and course of the Supervisory Board meetings, as well as resolutions and results of voting of the Supervisory Board; moreover, s/he is obliged to protect documents given to him/ her and being the subject of the Supervisory Board's works from the access of unauthorised persons.

§ 8

1. When performing an activity not related to his/ her function on the Supervisory Board, the Supervisory Board Member should refrain from taking up professional activity or non-professional activity, including non-profit activities, that could lead to a conflict of interest, otherwise adversely impact his/her reputation of the Member of the Supervisory Body of the Bank or if the time devoted to such activity would prevent proper performance of duties at the Bank.
2. Immediately after taking up the mandate, each Supervisory Board Member is obliged to place a written declaration to the Supervisory Board on:
   1) business activity carried out by him/her in person outside the enterprise of the Bank with the indication whether the said activity is competitive for the Bank, i.e. is even partially convergent with the Bank's business,
   2) being involved in a competitive company as a partner to a civil partnership or partnership or to any company or a member of another competitive legal entity,
   3) performing a function of a management or supervisory board member, other than set forth in item 2, of any company or other entity carrying out business activity, and about holding

functions in other entities,

4) holding shares or stakes in any company, if the said shares or stakes authorise the Supervisory Board Member to execute at least 5% of votes at a general shareholders (partners) meeting,
5) volume of Bank's shares held or rights to those shares (options),
6) personal, business and organizational connections with the shareholder having at least 5% of the Bank's shares.

Personal connections are understood as of family character (1st degree next of kin relationship or family connection) with the shareholder or member of its bodies if the shareholder is a body corporate.

Business connections are understood as any business relations.

Organisational connections are understood as relations resulting from the employment contract or similar legal relation.

3. The declaration referred to in the foregoing section, made by the candidate for the Supervisory Board Member, shall be deemed as the declaration made by the Supervisory Board Member.
4. The Supervisory Board Member is obliged to communicate forthwith each change that took place during his/her term, in the scope set forth in section 2.
5. The Supervisory Board Member may be additionally obliged to submit other declarations, if the obligation of their submission results from the regulations in force or the Bank's internal regulations.

§ 9

1. Pursuant to § 7 hereof, subject to § 20 section 1 item 2 hereof, the Supervisory Board Members should be moderate in contacts with mass media and prudent in relation to any external entrepreneurs, body corporates, individuals and organisational units, including in particular the Bank customers.
2. At the nearest Supervisory Board meeting, the Supervisory Board Members should inform the Supervisory Board about any activities and events stipulated in the foregoing that have taken place between the Supervisory Board meetings, and at the Supervisory Board Chair's request, they should present a written report.

§ 10

The Supervisory Board Members shall be responsible for any damage to the Company resulting from the activities contrary to the law or provisions of the Charter.

IV. Committees of the Supervisory Board.

§ 11

1. In order to support the Supervisory Board in performing its functions, the Supervisory Board shall appoint out of members the Audit Committee, the Remuneration and Nomination Committee and the Risk Committee. If necessary, the Supervisory Board may also establish other Committees. The Committees perform consulting and advisory functions for the Supervisory Board and also deliver on other tasks under the law, instructions and recommendations of the regulator. When establishing a Committee, the Supervisory Board determines the tasks and rules of operation thereof.
2. The Members of the Supervisory Board may be at the same time Members of more than one Committee, with the proviso that Committee compositions should not be identical.
3. The Supervisory Board shall select Committee Members, including the Chair, at their first meeting in the new term of office. When selecting Members, the Supervisory Board factors in that all the Committee Members may rotate vis-à-vis the previous term of office. The Supervisory Board may rotate Committee Members during the term of office as well. Committee Members should be so selected as to cater to the need of adequate combination of knowledge, competence and experience in the area of a given Committee in order to ensure the broadest possible understanding of analysed matters, their objective assessment and taking of adequate decisions.
4. The Committees should cooperate with one another, whenever required.
5. Chairs of the Committees organise the works of the Committees and manage them; they represent the Committees in relations with other Committees and corporate bodies of the Bank and exercise other activities as set out in Committees Bylaws.
6. The Committees advise the Supervisory Board of their supervisory activities and their outcome at least once a quarter in the financial year. The principles of information delivery to the Board have been defined in the Committee Bylaws.

§ 12

1. The mission of the Audit Committee is to support the Supervisory Board in monitoring and supervising financial reporting, the internal and external audit and management system in the Bank and its related companies, especially the adequacy and effectiveness of the internal control system and risk management system, and the relationships between the Bank and the entity auditing the Bank's financial reports.
2. The Audit Committee is composed of at least three Supervisory Board Members. The majority of the Audit Committee Members, including the Chair, should meet the independence criteria of the Independent Members of the Supervisory Board. The Committee may choose for assistance some

experts not being Members of the Supervisory Board.

3. The detailed scope of operation and functioning of the Audit Committee is determined by the Bylaw passed by the Supervisory Board.

§ 13

1. The mission of the Remuneration and Nomination Committee is to support the Supervisory Board in monitoring and supervising the human resources and payroll area of the Bank, selection of Management Board Members, the diversity policy, the assessment of suitability of Management Board Members, the succession plans, employee rotation processes, Bank employees satisfaction survey and remuneration and bonus policy.
2. The Remuneration and Nomination Committee is composed of at least three Members of the Supervisory Board. The majority of the Remuneration and Nomination Committee Members, including the Chair, should meet the independence criteria of the Independent Members of the Supervisory Board. The Committee may choose for assistance some experts not being Members of the Supervisory Board.
3. The detailed scope of operation and functioning of the Remuneration and Nomination Committee is determined by the Bylaw passed by the Supervisory Board.

§ 14

1. The mission of the Risk Committee is to support the Supervisory Board in monitoring and supervising the risk management process, including the management of the operational risk, credit risk and market risk, as well as the process of internal capital quantification and the review of strategy and procedures of internal capital quantification and ongoing internal capital maintenance, capital management and capital planning, as well as the model risk.
2. The Risk Committee is composed of at least three Members of the Supervisory Board. The majority of Committee Members, including the Chair, should meet the independence criteria for the Supervisory Board Members. The Committee may choose for assistance some experts not being Members of the Supervisory Board.
3. The detailed scope of operation and functioning of the Risk Committee is determined by the Bylaw passed by the Supervisory Board.

V. Organisation of the Supervisory Board Work.

1. Preliminary Provisions.

§ 15

1. Subject to the provisions §17, the Supervisory Board shall pass resolutions during meetings.
2. The Supervisory Board shall hold the meetings at least five times a year, and at least once a quarter.

§ 16

1. The Supervisory Board's decisions, excluding the matters of routine, shall be made in the form of resolutions.
2. The Supervisory Board resolutions may cover in particular:

1) formulating conclusions and recommendations stemming from the performed supervisory and control activities,
2) granting permits and approvals,
3) approval of strategies, policies and other documents,
4) providing opinions,
5) reports, assessments and information submitted by the Supervisory Board to the General Meeting, including in particular:
   a) the annual report of the Supervisory Board for the previous financial year, providing at least for the following:

– the results of the evaluation of the financial statements and the Management Board's reports on the operations of the Bank and its Group in the financial year, as well as the Management Board's motion regarding the distribution of the Bank's profit or loss coverage,
– the 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,
– the assessment of performance by the Management Board of disclosure duties towards the Supervisory Board,
– the total remuneration due from the Bank for all the research and analyses commissioned by the Supervisory Board in the financial year, in the manner set out in § 39,
– 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,
– 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, as laid down in the WSE Rules and regulations on current and interim information provided by securities issuers,
– the assessment of legitimacy of the Bank’s expenditure borne in connection with

the policy concerning charitable and sponsorship initiatives,

– the update on the implementation status of the diversity policy for the Bank Management Board and Supervisory Board,

b) remuneration report for the ING Bank Śląski S.A. Supervisory Board and Management Board Members,

c) the report on the evaluation of the payroll policy at the Bank,

6) other matters within the Supervisory Board authority.

3. The Supervisory Board resolutions are valid only if all the Members of the Supervisory Board have been invited to the meeting, and more than a half of them, including the Supervisory Board Chair or at least one Deputy Chair, are present at the meeting.

4. The Supervisory Board adopt resolutions by absolute majority of votes. The requirement of the absolute majority of votes is fulfilled when the number of votes in favour of a given resolution exceeds half of all the valid votes. When the number of votes in favour of a given resolution is equal to the sum of votes against and abstained votes - then, the vote of the Supervisory Board Chair is decisive.

5. In the case of conflict between the Bank's interests and the interests of a Supervisory Board Member, their spouse, relatives and in-laws up to the second degree and the persons to whom Board Members are personally related, and in particular in the situations referred to in §8 section 1, a Supervisory Board Member should disclose such a conflict to other Board Members and should refrain from participation in resolution of such cases. S/he may further request that the foregoing be recorded in the minutes.

§ 17

1. The resolutions of the Supervisory Board may be passed in writing, without summoning a meeting. A draft resolution should be submitted to all the Supervisory Board Members so that they could get acquainted with it and to declare in writing the acceptance or rejection thereof. The Supervisory Chair may set a deadline for submitting declarations on accepting or rejecting the draft resolution.

2. The resolutions may also be passed through means of distance communication, including but not limited to outside of the meeting. In that case, the provision of §29.4 shall apply accordingly. All the Supervisory Board Members should be notified about the contents of the draft resolution as well as about the date of passing the same.

3. The resolutions passed pursuant to sections 1 and 2 herein are signed by the Supervisory Board Members who were taking part in adopting the said resolutions.

4. Information on the resolutions passed outside the meeting as provided for in sections 1 and 2,

including their number, a voting list of the Supervisory Board Members and voting results, a resolution date, subject matter of individual resolutions and any dissenting opinions is recorded in the minutes of the subsequent Supervisory Board meeting.

§ 18

1. The resolutions of the Supervisory Board are adopted in an open voting. For the matters laid down in the law, the Supervisory Board Chair orders the secret ballot. Amendments to the draft resolutions may be made during the meeting. Have any amendments been proposed, there should be a double voting: the former refers to the said amendments, and the latter to the amended draft resolution. Results of the voting are announced by the Supervisory Board Chair. Each Member of the Supervisory Board present at the meeting is entitled to have his/her remarks or dissenting opinion included in the minutes prior to their validation, notably if s/he recognises that the decision of the Supervisory Board contradicts interest of the Bank. The remarks not included and dissenting opinions are minuted along with the reasons for their non-inclusion.
2. The resolutions of the Supervisory Board are signed by all Members of the Supervisory Board present at the meeting.
3. The resolutions of the Supervisory Board bear subsequent numbers, number of the minutes, and the date and procedure of their adoption.

§ 19

1. While performing their control and supervisory functions, the Supervisory Board may also issue recommendations.
2. The recommendations are made pursuant to the provisions hereof, stipulating the procedure of passing the Supervisory Board resolutions.

2. Duties of the Supervisory Board Chair.

§ 20

1. The Supervisory Board Chair:
   1) manages the work of the Supervisory Board,
   2) represents the Supervisory Board outside the Bank and before other Bank bodies, including individual Members of the Bank Management Board,
   3) initiates the adoption of a resolution pursuant to § 17 hereof,
   4) sets in the motion initiatives, proposals and documents to be discussed by the Supervisory

Board,

5) interprets the provisions hereof,
6) determines the organisation and principles of office support for the Supervisory Board and supervises, with the support of the Deputy Chairs, execution of the same,
7) takes up other actions resulting hereof.

2. The Supervisory Board Chair is required to properly organise the works of the Board, and to summon the meetings of the Board in particular.

3. Preparation of Meetings.

§ 21

Within their powers and duties, the Supervisory Board take up actions at their own initiative or at the initiative of individual Members of the Supervisory Board, or on the grounds of motions and proposals presented by the Bank Management Board or any other authorised persons or bodies.

§ 22

An issue is submitted to the meeting upon being included in the agenda of the meeting.

§ 23

1. Prior to including a given issue in the agenda, the Supervisory Board Chair examines whether it comes within the Supervisory Board's competencies and whether the mover is authorised to make such a motion, and whether the issue is duly prepared in the factual aspect.
2. The Supervisory Board Chair rejects or returns to the mover an issue that does not meet formal submission conditions or is unduly prepared in the factual aspect, indicating the way or scope of necessary supplements.
3. While including a given issue in the agenda of the meeting, the Supervisory Board Chair may designate its reporter out of the Supervisory Board Members.
4. If necessary, the Supervisory Board Chair may order the work, research, opinions or expertise so that the Supervisory Board could review and resolve an issue. The provisions of §39 shall apply to the situation where the Supervisory Board intend to commission third parties to perform such works.

§ 24

1. The Supervisory Board Chair summons the meetings of the Board with the use of invitations in which s/he sets the date, hour and venue of the meeting as well as the proposed meeting agenda and the manner of use of means of distance communication during the meeting..

2. If necessary, the Supervisory Board Chair orders to provide the Supervisory Board Members with copies of materials submitted to the meeting as well as opinions and expertise, if any.
3. If necessary, the Supervisory Board Chair invites to the meeting the persons mentioned in § 28, as well as advisors and experts.
4. The Supervisory Board Chair informs the President of the Bank Management Board about the date and venue of the Supervisory Board meeting.

§ 25

The invitation to the Supervisory Board meeting shall be sent to all Supervisory Board Members and other persons invited at least a week before the date of the meeting. The Chair may shorten this period in justified cases.

4. Supervisory Board Meetings.

§ 26

The first meeting of a newly appointed Supervisory Board is summoned and opened by the President of the Management Board or the eldest newly elected Member of the Supervisory Board.

§ 27

1. The meetings of the Supervisory Board are summoned by the Supervisory Board Chair or by the Deputy Chair in the absence of the former, in accordance with the accepted plan or depending on needs.
2. The Supervisory Board may hold meetings also when not formally summoned, provided all the Supervisory Board Members consent thereto or do not raise objection against inclusion of individual matters in the meeting agenda.
3. The Management Board or a Member of the Supervisory Board may request that a Supervisory Board be summoned and suggest the meeting agenda. The Supervisory Board Chair summons the meeting with the meeting agenda as requested; the meeting is to be held within two weeks from the receipt date of the request at the latest.
4. Should the Supervisory Board Chair not summon the meeting of the Supervisory Board pursuant to the provision of section 3herein, the requesting party has the right to summon the said meeting on his/her own.
5. Where the number of the Management Board Members drops below the minimum statutory level as a result of the expiry of the mandate, the Supervisory Board meeting shall be summoned immediately.

§ 28

1. The Supervisory Board meetings may be attended, without the right to participate in voting, by Members of the Bank Management Board, and other Bank employees relevant for an issue discussed and invited by the Supervisory Board Chair, as well as other persons.
2. Irrespective of the right, as referred to in section 1, the persons managing the Internal Audit Department Director and the Centre of Expertise – Compliance or their deputies participate, without a voting right, at the Supervisory Board meetings.
3. The Supervisory Board notify the key statutory auditor who audited the financial statements of the Bank – against an at least one-week notice – of the date of the meeting during which the financial statements and the reports of the Management Board on Operations of the Bank and its Group in the financial year and the Management Board motion on Bank's profit distribution or loss coverage are to be discussed and the annual report of the Supervisory Board is to be developed. The Bank ensures participation of the key statutory auditor or another representatives of the audit firm at the Supervisory Board meeting to enable them to present the audit report to and respond to questions of the Supervisory Board.

§ 29

1. The meetings of the Supervisory Board are held in the seat of the Bank.
2. The meeting can be held at the place other than the one mentioned in section 1, if so stated in the meeting invitation.
3. Supervisory Board meetings can be attended also using means of distance communication.
4. The use of means of distance communication can take the form of use of means of telephone, audio-visual and electronic communication. The applied means should ensure identification of the person attending the meeting as well as ensure for that person to exercise his/her rights, and to speak and vote during the meeting in particular.

§ 30

1. The Supervisory Board meetings are chaired by the Supervisory Board Chair, and in case of his/her absence by the Deputy Chair.
2. The Supervisory Board Chair presents the suggested agenda and orders voting over the same agenda.
3. During the meeting, the Supervisory Board may also pass resolutions on the matters not covered by the meeting agenda, provided no attending Supervisory Board Member objects thereto.

4. The Supervisory Board inform the Polish Financial Supervision Authority of including in the Supervisory Board meeting agenda the items on recalling the President of the Management Board or on recalling the Management Board Member in charge of management of the risk material to Bank business or on entrusting their duties to other Management Board Member along with the rationale behind the proposed decision.
5. Upon the meeting agenda being accepted, the Supervisory Board Chair opens and chairs the discussion on individual items of the agenda.
6. Speakers take floor according to the sequence of their request.
7. The Supervisory Board Chair gives floor in formal issues off the sequence of the request.
8. Formal issues are motions referring to the way of chairing the meeting and voting, and especially to:
   1) changing the sequence of items in the agenda,
   2) deleting an item from the agenda,
   3) breaking off the discussion and closing the list of persons taking the floor,
   4) ordering a break that is not in the agenda,
   5) voting without a previous discussion,
   6) deferring or closing the meeting.
9. The Supervisory Board Chair orders an open voting on motions referring to formal issues. Such motions are accepted with the ordinary majority of votes.

§ 31

1. All the documents submitted to the Supervisory Board meeting should be prepared in Polish and translated into English.
2. The Supervisory Board meetings are held in Polish or in English, upon consent of all the Supervisory Board Members present at the meeting.
3. The Supervisory Board Member who does not speak the Polish language in which the meeting is held may use the assistance of a translator and if necessary - of a sworn translator. The Supervisory Board Member intending to make use of the above right should notify the Supervisory Board Chair about this fact immediately upon receiving an invitation to the meeting.

§ 32

1. The Supervisory Board Chair postpones the meeting of the Supervisory Board if s/he perceives any irregularities in summoning the meeting (save for §27 section 2), or if - despite the fact that the meeting was summoned properly - there are not enough Members of the Supervisory Board

present at the meeting to make the resolutions of the Supervisory Board valid.

2. The Supervisory Board Chair may postpone the meeting of the Supervisory Board or discussion on a given issue coming from the agenda if it is necessary to obtain additional information, explanations or expert's investigation, as well as when a given issue may be reviewed only in the presence of the Members or representatives of the Bank Management Board.

§ 33

1. The meetings of the Supervisory Board are minuted. The minutes are prepared in Polish and English.
2. The minutes of the meeting should include a subsequent number of minutes, date and venue of the meeting, names and surnames of the Supervisory Board Members present and voting, agenda, course of the discussion, texts of resolutions or a list of noted updates and the results of voting over individual resolutions. The minutes should include dissenting opinions expressed in the course of the meeting along with the potential rationale and remarks not included along with the reasons for their non-inclusion.
3. In the course of the meeting the motions, declarations, amendments and corrections to the motions and declarations, as well as dissenting opinions expressed by the Supervisory Board Members may be included in a written enclosure to the minutes signed by the submitting person.
4. The texts of motions, documents submitted and reports, information, drafts, and other materials considered by the Supervisory Board shall be enclosed to the minutes.
5. The minutes are approved at the next Supervisory Board meeting and presented to be signed by all the Supervisory Board Members present at the meeting covered by the minutes.
6. The minutes signed with no reservations by all the Supervisory Board Members, mentioned in section 5 herein, are deemed approved.
7. The approved minutes from the Supervisory Board meetings are kept along with enclosures are stored in the Bank Management Board Bureau, hereinafter referred to as the “Bureau”.

§ 34

At the request or with the consent of at least half of the Supervisory Board Members present at the meeting, the Supervisory Board Chair may order recording the whole or a part of the Supervisory Board meeting with sound recording equipment. Relevant records shall be stored in the seat of the Bureau.

§ 35

The Members of the Supervisory Board may review the minutes and request copies of the minutes

certified by the Chair or Deputy Chair of the Supervisory Board.

5. Implementation of Supervisory Board Resolutions and Recommendations.

§ 36

1. The Supervisory Board Chair requests the execution of resolutions and recommendations of the Supervisory Board, and - unless the resolution or recommendation provides for that - defines the way and term of such an execution.
2. The Chair supervises, with the assistance of the Bureau, the execution of resolutions and recommendations.

6. Submissions.

§ 37

1. Motions, documents and other materials addressed to the Supervisory Board by the Bank Management Board are to be delivered at least a week before the planned date of the Supervisory Board meeting. In justified cases, the Supervisory Board Chair may agree to shorten the deadline for delivering the materials.
2. Notifications are to be delivered by registered mail, or by courier to address indicated by a Member of the Supervisory Board or electronically to the address of electronic mail indicated therefor by the Supervisory Board Member.
3. Any communication from the Supervisory Board to the Bank Management Board, its individual Members and Bank employees is delivered in the way described in section 2 herein to the address of the Bank Management Board via the President of the Bank Management Board.
4. The Supervisory Board Chair, at the request of a Supervisory Board Member or the President of the Bank Management Board, may request the above documents to be delivered in another way.

V. Office Support for the Supervisory Board.

§ 38

1. The Bureau performs technical and organisational tasks connected with the Supervisory Board's operation.
2. The Bureau prepares in particular the technical aspects of the Supervisory Board meetings by

delivering notifications, invitations, documents and other materials connected with the Supervisory Board works to the Members of the Supervisory Board and other persons invited.

3. A detailed range of activities of the Bureau, connected with the Supervisory Board service, is determined by the Supervisory Board Chair.

§ 39

1. Upon obtaining advice from the Risk Committee, the Supervisory Board may pass a resolution on examining – at the Bank's expense – a certain matter concerning the operations or assets of the Bank by a selected advisor. The advisor to the Supervisory Board can be also selected in order to develop certain analyses or letters of advice.
2. The Supervisory Board is to represent the Bank in the agreement between the Bank and the Advisor to the Supervisory Board.
3. The Management Board ensures for the Advisor to the Supervisory Board access to documents and provides him/her with requested information.
4. The Supervisory Board may decide to provide the shareholders with results of works of the Advisor to the Supervisory Board, unless the foregoing could be detrimental to the Bank, a related company or a subsidiary, notably through disclosure of technical, trade or company organisation secrets.
5. Should a decision be taken to provide the shareholders with results of works of the Advisor to the Supervisory Board, the Management Board should provide the same in the manner used to announce the fact of convening the general meeting, within two weeks from adoption of the Supervisory Board resolution.

§ 40

1. The Bureau keeps and archives the documentation of the Supervisory Board works, observing the confidentiality clause hereof.
2. The way of keeping and archiving such documentation is determined by the relevant regulations in force at the Bank.

VI. Final Provisions.

§ 41

1. Costs of the Supervisory Board operation are covered by the Bank in accordance with the budget defined in the Mid-term Plan (MTP).

2. The Bank Management Board ensures the administrative and technical support for the Supervisory Board by organising the Bureau and providing it with relevant work conditions.

§ 42

1. This Bylaw shall be approved by the Supervisory Board.
2. This Bylaw shall be subject to review and assessment by the Supervisory Board in terms of its adequacy at least once a year. Should the necessity to introduce amendments to the Bylaw arise, the Supervisory Board Chair shall submit a relevant motion to that effect.
3. The General Meeting is provided with updates on the passed Bylaw and amendments thereto.

Rada Nadzorcza / Supervisory Board

Report on the ING Bank Śląski S.A. Supervisory Board and Management Board Members Remuneration in 2025

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ENCLOSURE 4 – CHANGES IN THE SALARIES OF EMPLOYEES AND MEMBERS OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD OVER THE PERIOD OF 5 YEARS

This report was drafted pursuant to the Act of 29 July 2005 on Public Offering and on the Terms of Introducing Financial Instruments into Organised Trading and on Public Companies (Journal of Laws of 2005, item 184 item 1539 as amended) which introduced the duty to prepare annual reports on the remuneration of the Management Board and of the Supervisory Board, and to have that report assessed by the statutory auditor. The structure and the scope of the report derive explicitly from Article 90g(2) of the said Act.

The report on the remuneration of the members of the bodies of ING Bank Śląski S.A. ("Bank") is prepared annually starting from 2021 and presented by the Supervisory Board to the General Meeting. The General Meeting has already given a positive opinion on the content of the report on four occasions, namely:

1) By Resolution No. 6 of 15 April 2021 for the years 2019 and 2020
2) By Resolution No. 6 of 7 April 2022 for the year 2021
3) By Resolution No. 6 of 26 April 2023 for the year 2022
4) By Resolution No. 6 of 11 April 2024 for the year 2023
5) By Resolution No. 6 of 29 April 2025 for the year 2024.

I. INTRODUCTION

As required under the Act of 16 October 2019 Amending the Act on Public Offering and on the Terms of Introducing Financial Instruments into Organised Trading and on Public Companies and Certain Other Acts, the Bank introduced the *ING Bank Śląski S.A. Supervisory Board and Management Board Members Remuneration Policy.* The Policy was adopted by Resolution No. 29 of the Ordinary General Meeting of ING Bank Śląski S.A. of 2 April 2020.

As a result of the annual review of the internal regulations, the Bank's bodies adopted resolutions amending their content with effect from 1 January 2025. With regard to the rules of remuneration of the Management Board Members and the Supervisory Board, new wording was adopted:

1. *Executive Remuneration Bylaw for Members of the Management Board of ING Bank Śląski S.A.* – pursuant to Resolution No. 123/XX/2024 of 29 November 2024. The main modifications to the provisions of this Bylaw were related to:
   1) changing the Bank's approach to financing medical care,
   2) increase in the maximum value of the lease instalment and the value of company car equivalents to market prices.
2. *ING Bank Śląski S.A. Supervisory Board and Management Board Members Remuneration Policy.* – pursuant to Resolution no. 39 of the Ordinary General Meeting of ING Bank Śląski S.A of 29 April 2025 the structure of remuneration of Supervisory Board Members for their functions in the Supervisory Board and its Committees was changed:
   1) for the function of Deputy Chair of the Supervisory Board and Members serving as Chairs of the Risk Committee and the Remuneration and Nomination Committee, an increase in the fixed allowance from 25% to 30%,
   2) for the function of Chair of the Audit Committee, a separate rate of 75% allowance was introduced.

   The purpose of the amendment was to ensure a market level of remuneration for Supervisory Board Members and to be consistent with the Good Practice for Audit Committees 2021, according to which the remuneration of the Chair of the Audit Committee should not differ from that received by the Chair of the Supervisory Board.

As regards the remuneration of other employees, the *ING Bank Śląski S.A. Group Employees Remuneration Policy has been in effect since 1 January 2017.* The document sets out the key assumptions of the remuneration policy applied in order to attract and retain employees by ensuring a level of remuneration that is competitive on the market, and it defines the remuneration components. Detailed principles arising from the Policy are specified in greater detail by:

1) *Variable Remuneration Policy for Identified Staff [1] of ING Bank Śląski S.A.,*
2) *ING Bank Śląski S.A. Employee Remuneration Bylaw with enclosures:*
   a) *General Conditions of ING Bank Śląski S.A. Employee Evaluation (Step Up),*
   b) *General Conditions of ING Bank Śląski S.A. Identified Staff Evaluation.*

[1] Identified Staff – persons employed by the Bank, identified as having a material impact on the risk profile of ING Bank Śląski S.A. on the basis of the criteria indicated in the list constituting Appendix 1 to the Variable Remuneration Policy for Identified Staff of ING Bank Śląski S.A., in accordance with the applicable provisions of the Regulation of the Minister of Development and Finance of 8 June 2021 on the risk management system and the internal control system and the remuneration policy in banks and the Commission Delegated Regulation (EU) 2021/923 of 25 March 2021. supplementing Directive 2013/36/EU of the European Parliament and of the Council with regard to regulatory technical standards specifying criteria for the determination of managerial responsibilities, control functions, significant business units and significant influence on the risk profile of a significant business unit and specifying criteria for the determination of employees or categories of employees whose professional activities affect the risk profile of those institutions in a way that is comparably as significant as the employees or categories of employees referred to in Article 92(3) of that Directive.

II. TOTAL REMUNERATION OF THE BANK GOVERNING BODIES' MEMBERS

Pursuant to Article 90g Section 2 Item 1 of the Act, we disclose the amount of the total remuneration sub-divided into components referred to in Article 90d Section 3 Item 1, and the proportions of those remuneration components. At the same time, we account for the provisions of Section 5, whereby where the remuneration of the Management Board and of the Supervisory Board Members includes cash payments or non-monetary benefits awarded to persons closely related to such individuals, the report on remuneration should include information on the value of those benefits.

1. Structure of the Supervisory Board Members' remuneration

   Due to the supervisory function of the Supervisory Board, the independent Supervisory Board Members are only awarded **fixed remuneration** that is not conditional on the Bank's performance. The fixed remuneration of the Supervisory Board Members consists of:

   a) base remuneration which amounts to PLN 16,600 (in words: sixteen thousand six hundred PLN 00/100) gross a month,

   b) a monthly allowance for each additional function held by the Supervisory Board Members or its committees, which is set as a percentage of the base salary and which is as follows:

      - Chair of the Supervisory Board – 100%,
      - Deputy Chair of the Supervisory Board and Members who are Chairs of the Supervisory Board Committees – 30%,
      - Member acting as Chair of the Audit Committee – 75%,
      - Members other than Chairs of the Supervisory Board Committees – 15%.

   The remuneration of a Supervisory Board Member is paid regardless of the frequency of the Supervisory Board meetings and it is paid on the last business day of any given month.

   Members of the Supervisory Board who are organizationally affiliated with, and simultaneously hold other functions within the ING Bank N.V. Group, perform their duties on the Supervisory Board without remuneration.

2. Structure of the Management Board Members' remuneration

   The total remuneration is set out in the Executive Remuneration Bylaw for Members of the Management Board of ING Bank Śląski S.A. It consists of a fixed remuneration and a variable remuneration, representing an annual bonus. Fixed remuneration is composed of:

   a) the **base remuneration** which is determined in conjunction with a benchmark according to a selected job valuation methodology, based on a role description in reference to the knowledge, challenges, issues and responsibilities in a given position, as well as the professional experience.

      The terms of remuneration of the Management Board Members are determined upon taking into account the market data, including the median for comparable positions at comparable organisations, and upon accounting for the Bank's operations and its financial situation.

      The base salary of the Management Board Members for a given month is paid in arrears on the last business day of the month.

      The base salary paid to Management Board Members in 2025 is included in column 3 of the statement in Enclosure 1.

b) **fringe benefits**, which comprise:

- life insurance,
- contributions to the investment fund,
- medical care with voluntary hospital insurance,
- company car,
- benefits related to termination of the employment contract,
- in justified cases the Supervisory Board may, upon the Committee's recommendation, decide to cover, temporarily, additional costs related to a long-term foreign contract of a Management Board Member, such as the costs of accommodation or education of the Management Board Member's children.

The fringe benefits paid to Management Board Members in 2025 are included in columns 4-5 of the table in Enclosure 1.

The **variable remuneration** constitutes an annual bonus. The criteria for the award of variable remuneration are in line with the long-term business strategy, the values and risk appetite of the Bank; they promote and support the effective risk management process, and support long-term interests of the Bank and its clients. The bonus will be subject to a deferral mechanism for five years from the date on which the Supervisory Board determined the variable remuneration (in case of the President of the Management Board, the deferral period is six years). Where a Management Board Member is awarded variable remuneration below the amounts defined in the Executive Remuneration Bylaw for Members of the Management Board the deferral is not applied. Where a Management Board Member is awarded a particularly high variable remuneration defined in the said Bylaw, at least 60% of the awarded variable remuneration is deferred. In the case of the President of the Management Board, 60% of the variable remuneration is deferred irrespective of its value. The annual bonus awarded to the Management Board Members for 2025 is shown in Enclosure 1.

The non-deferred and deferred annual bonus is divided into two parts (rounded up to the integral number of the financial instrument):

- at least 50% in the shares of ING Bank Śląski S.A. or other financial instruments which entitle the holder to receive funds in an amount conditional on the value of the ING Bank Śląski S.A. shares (columns 10-12 of the table in Enclosure 1),
- the remaining portion will be paid out in cash (columns 7-9 of the table in Enclosure 1).

The settlement of the financial instruments granted is attached as Enclosure 2.

Since 1 July 2022 the Bank has been operating an incentive programme addressed to persons having material impact on the risk profile of the Bank. Under the Programme, own shares are awarded free of charge as a component of variable remuneration [2] to Identified Staff. The new programme replaced the previous arrangement, which provided for the payment of part of the variable remuneration in a financial instrument, which was a phantom share. In order for the Programme to work, it is necessary to obtain an adequate number of own shares from the market. According to the Programme assumptions, the Ordinary General Meeting of the Bank authorised the Bank Management Board to acquire own shares under license of the Polish Financial Supervision Authority of 13 March 2023. The licence applies to ING Bank Śląski S.A. to buy back up to 800,000 (in words: eight hundred thousand) of the Bank's own shares (i.e. instruments in the Bank's Tier 1 capital), representing in total no more than 0.6% of the Bank's share capital, for a total amount not exceeding PLN 200,000,000 (in words: two hundred million zlotys) between 2023 and 2027 in order to offer them to selected employees of the Bank and employees of the Bank's Group companies as part of an incentive programme.

[2] within the meaning of the Regulation of the Minister for Finance, Funds and Regional Policy of 8 June 2021 on risk management system and internal control system, and remuneration policy at banks (Journal of Laws of 2021, item 1045)

In 2025, own shares as a part of accrued bonus settlement were granted for the third time in financial instruments:

- the second deferred portion for the period from 1 July 2022 (the date of implementation of the Programme at the Bank) to 31 December 2022,
- the first deferred portion for the period from 1 January 2023 to 31 December 2023 (the first full evaluation period for which the variable portion of the remuneration was paid on a share basis precisely).
- the non-deferred portion for the period from 1 January 2024 to 31 December 2024.

As a result of the acquisition of own shares on the regulated market 12,307 own shares were transferred to the individual brokerage accounts of the Members of the Bank Management Board.

Where it is actually impracticable to purchase the shares on the market or where it is impossible without excessive difficulties or within the assumed schedule, in order to continue to effect the Bank's obligations under the Programme, the Bank Management Board may decide, upon consent of the Supervisory Board, to replace the own shares with any other financial instruments whose value is conditional on the value of the Bank shares, or the Bank Management Board may decide to effect the Bank's obligations under the Programme in any other way to achieve its objectives.

The rights to phantom shares granted prior to the start date of the new programme will be exercised under the existing rules. In particular, the deferred parts of the remuneration granted in phantom shares will not be convertible into own shares.

Variable remuneration for a given year is determined by the Supervisory Board in the year following the year subject to assessment. Only the non-deferred portion in the form of cash is paid out, not later than within seven business days following the approval of the annual financial statements of the Bank by the General Meeting of ING Bank Śląski S.A.

A retention period applies to a bonus awarded in financial instruments, during which a Management Board Member may not exercise the rights relating to the awarded instruments. The period is one year from the financial instruments' award date.

The Members of the Bank Management Board receive information on the number of financial instruments awarded as part of their deferred and non-deferred bonus not later than by 30 April of the following year. The own shares awarded to the Members of the Bank Management Board are recorded in their securities accounts not later than on the last day of the retention period. If the conclusion of the agreement on the acquisition of own shares falls during the closed period, the agreement will be concluded after the end of that period.

A Management Board Member who does not have the right to acquire the deferred Annual Bonus will not acquire the right to that part of the bonus until the end of a given deferral period.

The Bank provides the public with notifications of transactions on the Bank's shares made by a person discharging managerial responsibilities, as referred to in Article 19 (1) of the Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014.

3. A breakdown of total remuneration for the year 2025 by components is presented in Enclosure 1 herewith. The base salary and other benefits constituting the components of the fixed remuneration were paid in 2025. Variable remuneration determined for 2025, however, will be paid / awarded in the following years:
    - the non-deferred portion in cash – in 2026,
    - the non-deferred portion in the form of financial instruments – in 2026,
    - deferred parts in cash – in the years 2027-2031 (2032 – in the case of the President of the Management Board),

- deferred parts in the form of financial instruments – in the years 2028-2032 (2033 – in the case of the President of the Management Board).

III. COMPLIANCE WITH THE REMUNERATION POLICY

Pursuant to Article 90g Section 2 Item 2 of the Act, we explain how the total remuneration complies with the adopted remuneration policy and how it helps achieve the long-term performance of the company.

1. Compliance with the ING Bank Śląski S.A. Group Remuneration Policy

   1) *The ING Bank Śląski S.A. Group Remuneration Policy* relies on performance management. It supports the process of attracting, motivating and retaining talented employees, and is conducive to their development, while treating all employees in a fair manner. The remuneration policy:

      a) supports the implementation of the business strategy, as well as the long-term interests of the Bank and its clients,
      b) supports the correct and effective risk management in order to maintain and protect a safe capital base of the Bank and it does not encourage taking excessive risks beyond the risk appetite approved by the Supervisory Board of ING Bank Śląski S.A.,
      c) is gender-neutral, which means that it does not create conditions that unjustifiably favour either gender in terms of remuneration.

   2) The Bank identifies social and environmental risks diagnosed as part of its sustainability strategy. The remuneration policy is aligned with the strategy adopted at the Bank for a given period and it supports corporate social responsibility which is reflected by the goals set for the employees for a given year. At the same time, the Policy does not promote actions that are against sustainable growth.

   3) The remuneration policy is designed to ensure that conflicts of interest relating to remuneration are identified and appropriately mitigated. Adequate risk mitigation measures, that is, a layered approval process, clear and transparent performance appraisal principles which are communicated to all employees, are part of the variable remuneration process.

   4) ING Bank Śląski S.A. does not provide for any form of remuneration that could be an incentive for employees to favour their own interests or interests of the Bank, while at the same time acting to the detriment of clients. The principles of remunerating persons who act on the Bank's behalf do not encourage people to take excessive risks of improper product sale.

   5) The variable remuneration is in proper relation to fixed remuneration. Its level vis-à-vis fixed remuneration should be high enough to encourage people to care about the long-term and stable development of the Bank. It is agreed that the fixed remuneration to variable remuneration ratio is 1 to no more than 1, which means that variable remuneration may not be greater than the fixed remuneration.

   6) As regards the fixed remuneration of the Members of the Bank Supervisory Board and the Management Board, a rule was adopted to tie those salaries to the average remuneration of other Bank employees. The monthly fixed remuneration for:

      a) Supervisory Board Members represent no more than 10-fold average base remuneration of an employee of ING Bank Śląski S.A.

      b) Management Board Members represent no more than 40-fold average base remuneration of an employee of ING Bank Śląski S.A.

7) The remuneration system is open and transparent, and its rules are communicated to all employees of the Bank.

8) In an effort to ensure a competitive level of remuneration, it follows the market median. The Bank reviews the level of remuneration every year. The analysis focuses on market data – pay reports as well as economic information.

9) The Supervisory Board of ING Bank Śląski S.A. approves the Remuneration Policy and oversees compliance therewith, based on the recommendations of the Remuneration and Nomination Committee of the ING Bank Śląski S.A. The review results, along with the recommendation of adequate measures in the remuneration area, are presented to the Management Board by the HR units. Based on the review results, Management Board accept the directions and changes, if any, to the remuneration policy for a given calendar year, and present the Policy to the Remuneration and Nomination Committee for recommendation and to the Supervisory Board for approval.

10) Each year, the Supervisory Board draw up a report on the implementation of the remuneration policy. The General Meeting assess, based on the report, whether or not the Policy is conducive to the development and safety of the Bank's operations.

11) The Risk Committee verify whether or not the elements of the remuneration system account for the risk, capital and liquidity. A representative of the Risk Committee takes part in the meetings of the Remuneration and Nomination Committee and vice versa.

12) The General Meeting assess each year whether or not the Remuneration Policy is conducive to the development and safety of ING Bank Śląski S.A. operations.

13) The remuneration policy is subject to an annual independent internal audit.

14) The control functions and the CFO Division units take an active part and cooperate during the review of the Bank's remuneration policy with a view to ensuring its alignment with the strategy and the risk management framework; they also assess the correctness of the capital base and the fulfilment of conditions necessary to activate the bonus pool.

2. Supporting the implementation of the strategy

1) *The Supervisory Board and Management Board Members Remuneration Policy* is aligned with the values and long-term interests of ING Bank Śląski S.A., and – as such – it is conducive to the effective management of the Bank's risks and to the company's stability. Furthermore, the Policy supports sustainable growth of the bank, which is understood as actions taken in areas that are meaningful for the society and for the economy, as well as responsibility for and care of the results of those actions, and which is part and parcel of the business strategy. The means to achieve those goals include the following in particular:

a) introducing variable remuneration components for the Management Board Members the final amount of which is conditional on the Bank's performance,

b) making the payment of the variable remuneration components to the Management Board Members dependent on the Bank's fulfilment of certain capital requirements, and

c) inclusion of criteria arising from the adopted Sustainable Growth Strategy in the non-financial targets which are set by the Supervisory Board for the Management Board Members each year.

2) In order to ensure the long-term sustainability of ING Bank Śląski S.A. and to further strengthen the link between minimum standards in risk management and individual remuneration, the *Risk Requirements Procedure for members of the Management Board in the Risk Taker role* has been in place since 2019.

The risk requirements apply to Management Board Members who are Risk Takers, notably:

a) President of the Management Board – CEO Division,
b) Vice-President of the Bank Management Board – Private Individual Clients Division,
c) Vice-President of the Management Board – Business Clients Division,
d) Vice President of the Management Board – Private Banking Clients and Investment Division,
e) Vice-President of the Bank Management Board – Wholesale Banking Division,
f) Vice-President of the Management Board – CIO Division,
g) Vice-President of the Management Board – COO Division.

The procedure allows the Management Board Member in charge of the risk area to make a decision to apply the variable remuneration adjustment ratio. As required, each Management Board Member who is a Risk Taker receives a written notice specifying the risk requirements for a given calendar year. After the end of the year, satisfaction of risk requirements is assessed and the assessment result may reduce the variable remuneration of the employee, should the risk requirements not be satisfied.

3) Furthermore, the Management Board Members are required not to apply their own hedging strategies or insurance concerning remuneration and liability that would neutralise the measures taken by the Bank as part of implementing the policy of variable remuneration components, save for mandatory insurance arising from special provisions.

IV. PERFORMANCE CRITERIA

Pursuant to Article 90g Section 2 Item 3 of the Act, we provide information on the manner of applying performance criteria

Performance criteria are applied at several levels at ING Bank Śląski S.A.:

1. **Bank's results that are the basis for the decision to disburse the annual bonus**

   The annual bonus disbursement is conditional on the Bank's achieving at least 80% of the profit before tax in a given financial year subject to the assessment, as assumed in the plan for that year. The Bank's result taken into consideration accounts for the Bank's risk costs and the costs of liquidity risk in a long-term perspective, adjusted for the costs of free capital.

   In addition, pursuant to the Capital Management Policy at ING Bank Śląski S.A., ING Bank Śląski S.A. tests capital to ensure that the entire bonus pool for all employees does not restrain the Bank's ability to maintain an adequate capital base. Should it be the case, a decision may be taken not to disburse the bonus pool.

2. **Performance included in the targets agreed with the Management Board Member for a given year**

   The targets of the Management Board Members may be non-financial or financial. They are determined in two categories:
   a) **Job** with the weight of 60% which relates to the business priorities in the performed roles,
   b) **Orange Behaviours** with the weight of 40% which focus on building effectiveness in the performed roles and efficiency in achieving the goals set in the Job category.

   Non-financial criteria account for at least 50% of all goals, except for the Management Board Member in charge of control functions, whose set of tasks includes only non-financial objectives that are not linked to the results achieved in the controlled areas.

   Enclosure 3 includes a description of the categories and groups of targets determined by the Supervisory Board for the Management Board Members for 2025.

Performance measures have been determined for each annual objective, with the target levels of the financial criteria being consistent with the Strategy and Financial Plan of ING Bank Śląski S.A. adopted by the Supervisory Board for the respective assessment period.

At the end of the assessment period, the Supervisory Board make an assessment which forms the basis for determining the individual level of variable remuneration.
The Supervisory Board assign individual score to each Management Board Member in each dimension of the objectives according to a three-stage score range, which is reflected in bonus score. The accrual of score is shown in the table below:

Assessment	Accrual of score
Consistently exceeds expectations	120%* assigned weight = score
Frequently exceeds expectations	110%* assigned weight = score
Fully meets expectations	100%* assigned weight = score
Partially meets expectations	80%* assigned weight = score
Does not meet expectations	0%* assigned weight = score

A minimum score of 80 is required to qualify for the bonus, provided that the conditions for triggering the bonus as described in section 1 (Bank's results that are the basis for the decision to disburse the annual bonus) have been met.

Percentage of bonus is calculated linearly in point bands linked to bonus potential:

Bonus score		
minimum	target	maximum
the score of 80	the score of 100	the score of 120
Bonus percentage		
25%	80%	100%

The annual bonus base value is the product of the set percentage of the annual bonus and the base salary during the assessment period, taking into account the risk factor corresponding to the level of variable remuneration adjustment resulting from the fulfilment of the risk requirements – see section 3 below (Risk requirements set in regard to Management Board Members other than Members holding control functions) for details. The base value of the bonus is subject to review during the deferral period.

3. **Risk requirements set in regard to Management Board Members other than Members holding control functions**

The Management Board Member in charge of the risk area sets individual Risk Requirements for Management Board Members other than those holding control functions. They ensure focusing on the long-term stability of ING Bank Śląski S.A. and further reinforcement of relations between minimum standards in the risk management area and individual remuneration of the Management Board Members whose activities have a material impact on the Bank's risk profile. On the basis of the assessment of risk requirements fulfilment, the Management Board Member in charge of the risk area makes a decision on the risk modifier corresponding to the level of adjustment of variable remuneration for a given Management Board Member.

4. **Performance subject to assessment in the long-term perspective**

In order to adjust the variable remuneration to the additional risks that were identified or that materialised after the remuneration was awarded, the Bank will defer the variable remuneration of the Management Board Members in accordance with the table below.

	VARIABLE REMUNERATION AMOUNT	President of the Management Board	Vice-Presidents of the Management Board
(1)	it does not exceed PLN 40 000 or 10 % of the total annual remuneration of the Member Management Board	no deferral	
(2)	above the threshold set out in item (1) up to PLN 1,200,000	60% subject to deferral	40% subject to deferral
(3)	Above PLN 1,200,000		60% subject to deferral

The deferral period is five years from the moment the variable remuneration was determined by the Management Board of ING Bank Śląski S.A. or by the Supervisory Board. The vesting of the deferred variable remuneration takes place annually over a period of five years, in five equal parts, unless there are grounds for reduction or non-payment. The deferral period for the President of the Management Board is six years, and the deferred variable remuneration is divided into six equal parts.

5. **Verification of ex post evaluation**

The Supervisory Board may decide to reduce, or not to pay, variable remuneration subject to deferral on the basis of:

a) verification of performance assessment or
b) ex post risk adjustment and capital test.

Verification of performance assessment helps determine whether or not there were any reasons to change the results for the assessment period, given the effects of the work of a given Management Board Member.

Based on the ex-post risk adjustment, the Bank has the right to either reduce or not to pay variable remuneration under the following circumstances:

a) the occurrence of events that result in the Bank's breach, or threaten the Bank's breach, of the standards set out in Article 142 Section 1 of the Banking Law so that it is necessary to implement the Recovery Plan,
b) the disbursement of variable remuneration on the basis of data that proved to be false,
c) if the Management Board Member in question fails to fulfil the relevant standards concerning competence and reputation,
d) if there is a conflict of interest in relation to the disbursement of a part of variable remuneration in financial instruments of ING Bank Śląski S.A. due to failure to comply with rules concerning the use of inside information and other actions that may influence the price of the ING Bank Śląski S.A. shares in a short-term perspective.

V. CHANGES TO EMPLOYEES' REMUNERATION OVER A COURSE OF 5 YEARS

Pursuant to Article 90g Section 2 Item 4 of the Act, we provide information on the change, on an annual basis, of remuneration, company's results and average remuneration of employees of that company other than Members of the management board or of the supervisory board, over at least five most recent financial years, as a total, in a manner that allows comparisons.

A breakdown concerning the change of remuneration, the company's results and average remuneration of employees other than Members of the management board or of the supervisory board is presented in Enclosure 4 herewith.

VI. REMUNERATION FROM GROUP MEMBERS

Pursuant to Article 90g Section 2 Item 5 of the Act, we present the level of remuneration from Members of the same group of companies within the meaning of the Accounting Act of 29 December 1994 (Journal of Laws of 2019, Items 351, 1495, 1571, 1655, 1680 and of 2020 Item 568)

As a rule, the Management Board Members who also hold other functions in the subsidiaries of the ING Bank Śląski S.A. Group perform their tasks in those companies without remuneration. The following subsidiaries are Members of the ING Bank Śląski S.A. Group:

- ING Investment Holding (Polska) S.A.
- ING Commercial Finance Polska S.A.
- ING Lease (Polska) Sp. z o.o.
- ING Usługi dla Biznesu S.A.
- Nowe Usługi S.A.
- ING Bank Hipoteczny S.A.
- SAIO S.A.
- Paymento Financial S.A.

and corporate foundations:

- ING for Children Foundation
- ING Polish Art Foundation.

VII. AWARD OF REMUNERATION IN FINANCIAL INSTRUMENTS

Pursuant to Article 90g Section 2 Item 6 of the Act, we present the number of financial instruments awarded or offered, as well as the main terms and conditions of exercising the rights to those instruments, including the exercise price and date, and changes thereto

Enclosure 2 herewith presents the number of awarded or offered financial instruments.

1. Terms and conditions of awarding a part of variable remuneration in financial instruments

   The non-deferred and deferred variable remuneration is sub-divided into two parts (rounded up to the integer number of financial instruments):

   a) at least 50% is awarded in financial instruments on the terms and conditions set out in the Variable Remuneration Policy of Identified Staff of ING Bank Śląski S.A., with the proviso that own shares are the basic financial instruments,
   b) the remaining portion is paid out in cash to a Management Board Member's bank account designated for the purpose of remuneration payment, not later than within seven business days following the approval of the annual financial statements of the Bank by the General Meetings of ING Bank Śląski S.A.

The Bank applies the rules of variable remuneration deferral. Where the base value of the annual bonus is lower than, or equal to, PLN 40,000 in gross terms and 10% of the total annual remuneration of a Management Board Member, Management Board Members acquire the right to the bonus in the amount equal to the base value.

The variable remuneration awarded in financial instruments is subject to a retention period. The period is one year from the financial instruments' award date.

2. Terms and conditions of payment of variable remuneration in financial instruments.

Upon the end of the assessment period, the number of financial instruments to be awarded for a given period is determined according to the following formula:

n = z/c

where:

n – means the number of the financial instruments; if the number of financial instruments so determined is not an integer number, it is rounded up to the nearest integer number

z – means the base value of a Participant's annual bonus (deferred and/or non-deferred) to be disbursed in financial instruments

c – means the median price of the Bank's shares using the closing rate at Giełda Papierów Wartościowych w Warszawie S.A. (the Warsaw Stock Exchange) from the period started on 10 January and ended on 20 February in the year following the assessment period

however, in the case of:

1) the non-deferred part – the calculation is unconditional,
2) the deferred part – the calculation is preliminary and it represents the maximum number of financial instruments to which a Participant might be entitled. The number of financial instruments awarded may be reduced if the annual bonus base value is lowered.

Due to the non-conversion of phantom shares granted for accounting periods up to 30 June 2022 into own shares – the value of the phantom shares is subject to payment in accordance with the schedule applicable to these accounting periods.

Should there materialise legal events that would result in permanent inability to pay out the annual bonus in financial instruments, including the exclusion of the Bank shares from the stock exchange trade, or consolidation of ING Bank Śląski S.A. with another entity, the Supervisory Board determine new rules of the annual bonus award and payment so as to achieve an economic and incentive goal that is as close as possible to the goal that would have been achieved had such legal events not materialised.

In such a case, participants will be awarded phantom shares instead of own shares, at a 1:1 ratio. Where own shares are replaced with phantom shares, the own shares will be awarded to the eligible persons at a number proportional to the number of own shares to which they are entitled. Such a number of own shares to which a programme participant is entitled under a given tranche will be rounded down to the nearest integer number.

Phantom share entitles the holder to receive monies the amount of which results from multiplying the number of phantom shares and the price of own shares. The following formula is applied to that effect:

w = l *c

where:

w – means the monies due to a Management Board Member

l – means the number of phantom shares for which the retention period expired

c – means the median price of the Bank's shares using the closing rate at the Giełda Papierów Wartościowych S.A. (Warsaw Stock Exchange) from the period started on 10 January and ended on 20 February in the disbursement year

VIII. RETURN OF VARIABLE REMUNERATION COMPONENTS

Pursuant to Article 90g Section 2 Item 7 of the Act, we provide information on the use of the possibility to demand the return of the variable remuneration components

1. The remuneration policy does not envisage a mechanism for the return of the variable remuneration components. In accordance with the effective regulations, there is a mechanism in place so that the deferred bonus is not paid out at all or it is paid out at a lower amount.
2. The Bank uses to that effect advanced measurement methods to estimate the capital base. It also applies the stress-testing policy which ensures an adequate risk management and a proper assessment of current and future capital requirements. The information on that measurement is communicated to the Committee and to the Supervisory Board by the Finance Division of ING Bank Śląski S.A.
3. Upon the end of each calendar year during the deferral period, by 30 April, the Supervisory Board verify, based on the Committee's recommendation, the assessment of target completion during the assessment period. The Supervisory Board may decide to reduce, or not to pay, the annual bonus during a given bonus award period if:
   1) there are circumstances justifying an adjustment (as described in Section IV item 5 hereof),
   2) the Management Board Member fails to submit a written statement to confirm that s/he does not apply hedging strategies or insurance,
   3) there are other material circumstances that would make the annual bonus payment unacceptable under the principles of common sense and fairness.

The aforementioned circumstances did not arise and therefore no adjustments were made to the variable remuneration of the Management Board Members.

IX. EXCEPTIONS

Pursuant to Article 90g Section 2 Item 8 of the Act, we provide information concerning exceptions to the procedure for implementing the remuneration policy and exceptions applied in accordance with Article 90f, including an explanation of the premises and the mode, and indication of elements to which exceptions were applied.

During the period covered by this report, there were no deviations from the remuneration policy or implementation procedure.

Enclosure 1

Management Board

Remuneration due and awarded to the members of the Management Board of ING Bank Śląski S.A. for 2025 (in PLN)

		FIXED REMUNERATION				VARIABLE REMUNERATION GRANTED								
Name and last name	**Period from – to**	**Base salary**	**Cash benefits[1]**	**In kind benefits[2]**	**Fixed Remuneration**	**Cash**	**Upfront cash**	**Deferred cash**	**Financial instruments**	**Upfront variable remuneration - financial instrument[3]**	**Deferred variable remuneration - financial instrument[3]**	**Variable remuneration granted for the year 2025**	**Variable to fixed remuneration ratio**	**Variable compensation paid in 2025 for previous years (cash and the monetary value of phantom shares)[4]**
						total value			**total value**	**value**	**value**			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Michał Bolesławski Member of the Supervisory Board of ING Belgium	29.04.2025 - 31.12.2025	1 789 048	310 301	11 015	2 110 364	807 704	323 082	484 622	807 806	322 966	484 840	1 615 510	**77%**	273 208
Joanna Erdman *Member of the Supervisory Board of ING Bank Hipoteczny S.A., ING Commercial Finance S.A. and ING Lease (Polska) Sp. z o.o.* and Nowe Usługi S.A.	01.01.2025 - 31.12.2025	1 669 200	250 380	68 204	1 987 784	700 674	280 270	420 404	701 454	280 347	421 107	1 402 128	**71%**	783 927
Marcin Giżycki *Chair of the Supervisory Board of Nowe Usługi S.A.,* *Deputy Chair of the Supervisory Board of ING Bank Hipoteczny S.A.*	01.01.2025 - 31.12.2025	1 704 900	255 735	70 289	2 030 924	805 280	322 112	483 168	805 851	322 184	483 667	1 611 131	**79%**	850 820
Bożena Graczyk *Chair of the Supervisory Board of ING Bank Hipoteczny S.A.,* *Member of of the Supervisory Board of ING Commercial Finance S.A., ING Lease (Polska) Sp. z o.o., SAIO S.A. and ING Usługi dla Biznesu S.A.*	01.01.2025 - 31.12.2025	1 695 600	285 953	29 656	2 011 209	765 549	306 220	459 329	765 578	306 153	459 425	1 531 127	**76%**	846 744
Michał Mrożek *Member of the Supervisory Board of SAIO S.A.*	01.01.2025 - 31.12.2025	1 591 376	238 680	52 644	1 882 700	701 593	280 637	420 956	701 845	280 738	421 107	1 403 438	**75%**	545 548
Marcin Kościński *Chair of the Supervisory Board of ING Lease (Polska) Sp. z o.o., ING Commercial Finance Polska S.A.,ING Usługi dla Biznesu S.A.* *Member of the Supervisory Board of SAIO S.A.*	29.04.2025 - 31.12.2025	890 476	132 363	17 481	1 040 320	373 813	224 288	149 525	374 187	224 434	149 753	748 000	**72%**	-
Maciej Ogórkiewicz	29.04.2025 - 31.12.2025	809 524	126 746	50 053	986 323	339 830	203 898	135 932	340 170	204 102	136 068	680 000	**69%**	-
Alicja Żyła *Chair of the Supervisory Board of SAIO S.A.*	01.01.2025 - 31.12.2025	1 528 300	228 065	55 147	1 811 511	718 152	287 261	430 891	718 658	287 385	431 273	1 436 810	**79%**	385 171
Brunon Bartkiewicz *Member of the Supervisory Board of ING Bank Hipoteczny S.A.*	01.01.2025 - 29.04.2025	1 005 486	248 975	4 396	1 258 857	421 937	168 775	253 162	422 671	168 912	253 759	844 608	**67%**	1 734 001
Ewa Łuniewska[5] *Chair of the Supervisory Board of ING Commercial Finance S.A. and ING Lease (Polska) Sp. z o.o. and ING Usługi dla Biznesu S.A.* *Member of the Supervisory Board of SAIO S.A.*	01.01.2025 - 29.04.2025 10.05.2025 - 31.12.2025	1 466 500	226 260	77 253	1 770 013	680 963	272 385	408 578	681 122	272 136	408 986	1 362 085	**77%**	452 942
Sławomir Soszyński[6]	01.01.2025 - 29.04.2025	894 467	1 793 573	31 934	2 719 974	180 575	108 345	72 230	181 033	108 307	72 726	361 608	**13%**	591 427
Total		15 044 876	4 097 030	468 073	19 609 979	6 496 069	2 777 271	3 718 798	6 500 375	2 777 664	3 722 711	12 996 444		6 463 788

[1]Cash benefits include contributions to the investment fund (15% of the monthly base salary net of the Management Member and equivalent of the life insurance premium in case resignation form the life insurance in-kind benefit)

[2]In-kind benefits include medical care (incl. family members), life insurance, usage of the company car for private purposes and other benefits granted by the Supervisory Board.

[3] The basic financial instrument in which the variable remuneration is awarded in the own share of ING Bank Śląski S.A.

[4] Additionally, total number of 12,307 own shares of ING Bank Śląski S.A. were transferred to the investment accounts of the Management Board members.

[5] The variable remuneration includes the period of temporarily serving as an Advisor to the Management Board, i.e. from 30.04.2025 to 09.05.2025, during which the registration by the registry court of the entry in the Register of Entrepreneurs of the National Court Register was being processed, covering, among other things, the amendment to §26(1) of the Bank's Charter adopted by Resolution No. 28 of the Annual General Meeting of 29 April 2025; during this period the change of function was technical in nature, and Ms Ewa Łuniewska's remuneration remained unchanged and in line with the terms set out in the Executive Remuneration Bylaw for the Management Board of ING Bank Śląski S.A.

[6] In line with the *Executive Remuneration Bylaw for Members of the Management Board of ING Bank Śląski S.A.* w 2025 roku S. Soszyński received severance pay of PLN 0,7 mln and waiting period compensation resulting from non-competition clause amounting to PLN 1 million (in 2026 the waiting period compensation will amount to PLN 0,5 million).

Supervisory Board

Remuneration due and awarded to members of the Supervisory Board of ING Bank Śląski S.A. for 2025 (in PLN)

Name and last name	**Period from - to**	**Fixed remuneration**	**Other benefits**
Dorota Dobija *Independent Member*	01.01.2025 - 31.12.2025	320 090,42	-
Monika Marcinkowska *Independent Member*	01.01.2025 - 31.12.2025	495 192,08	-
Aneta Hryckiewicz-Gontarczyk *Independent Member*	01.01.2025 - 24.09.2025	213 630,99	-
Arkadiusz Krasowski *Independent Member*	01.01.2025 - 31.12.2025	351 816,59	-
Małgorzata Kołakowska *Non-independent Member, having no ties with ING Group from 01.04.2025*	01.01.2025 - 31.12.2025	238 289,04	-
Michał Szczurek *Member having ties with ING Group*	01.01.2025 - 31.12.2025	-	-
Stephen Creese *Member having ties with ING Group*	01.01.2025 - 31.08.2025	-	-
Hans De Munck *Member having ties with ING Group*	01.01.2025 - 31.12.2025	-	-
Serge Offers *Member having ties with ING Group*	01.01.2025 - 31.12.2025	-	-
Total		1 619 019	-

Enclosure 2

Number of granted or determined financial instruments				
Name and last name	**Number of financial instruments[1] granted for the year 2025**			**Grant date of financial instruments** (resolution of the Supervisory Board of 5th March 2026)
	Number of financial instruments TOTAL	**Number of upfront financial instruments[2]**	**Number of deferred financial instruments[3]**	
1	2	3	4	5
Michał Bolesławski Member of the Supervisory Board of ING Belgia	2 066	826	1 240	2026-03-20
Joanna Erdman *Member of the Supervisory Board of ING Bank Hipoteczny S.A., ING Commercial Finance S.A. and ING Lease (Polska) Sp. z o.o.* and Nowe Usługi S.A.	1 794	717	1 077	2026-03-20
Marcin Giżycki *Chair of the Supervisory Board of Nowe Usługi S.A.,* *Deputy Chair of the Supervisory Board of ING Bank Hipoteczny S.A.*	2 061	824	1 237	2026-03-20
Bożena Graczyk *Chair of the Supervisory Board of ING Bank Hipoteczny S.A.,* *Member of of the Supervisory Board of ING Commercial Finance S.A., ING Lease (Polska) Sp. z o.o., SAIO S.A. and ING Usługi dla Biznesu S.A.*	1 958	783	1 175	2026-03-20
Michał Mrożek *Member of the Supervisory Board of SAIO S.A.*	1 795	718	1 077	2026-03-20
Marcin Kościński *Chair of the Supervisory Board of ING Lease (Polska) Sp. z o.o., ING Commercial Finance Polska S.A.,ING Usługi dla Biznesu S.A.* *Member of the Supervisory Board of SAIO S.A* **.**	957	574	383	2026-03-20
Maciej Ogórkiewicz	870	522	348	2026-03-20
Alicja Żyła *Chair of the Supervisory Board of SAIO S.A.*	1 838	735	1 103	2026-03-20
Brunon Bartkiewicz *Member of the Supervisory Board of ING Bank Hipoteczny S.A.*	1 081	432	649	2026-03-20
Ewa Łuniewska *Chair of the Supervisory Board of ING Commercial Finance S.A. and ING Lease (Polska) Sp. z o.o. and ING Usługi dla Biznesu S.A.* *Member of the Supervisory Board of SAIO S.A.*	1 742	696	1 046	2026-03-20
Sławomir Soszyński	463	277	186	2026-03-20
Total	**16 625**	**7 104**	**9 521**	

[1] The basic financial instrument in which the variable remuneration is awarded in the own share of ING Bank Śląski S.A. as from 2024 (for performance year 2023)

[2] Financial instruments subject to one-year-long retention period.

[3] Financial instruments subject to verification assessment with ex post risk adjustment process.

Enclosure 3

Quantitative and qualitative criteria for awarding the variable remuneration components to Members of the Bank's Management Board				Management Board Member
Goals' dimensions and weight		Goals' categories	Example indicators	Bonus value for goals execution (in thousands of PLN)
Job (60%)	**Financial** (max 50%)	Total Bank Financials	assessment of the bank's profitability, capital efficiency, and the level and control of operating costs	**President of the Management Board** Michał Bolesławski - 1 616 Brunon Bartkiewicz - 845 **Vice-President of the Management Board - Private Individual Clients Division** Marcin Giżycki - 1 611 **Vice-President of the Management Board - Private Banking Clients and Investment Division** Ewa Łuniewska - 913[1] **Vice-President of the Management Board - Business Clients Division** Marcin Kościński - 748 Ewa Łuniewska - 449 **Vice-President of the Management Board - Wholesale Banking Division** Michał Mrożek - 1 403 **Vice-President of the Management Board - COO Division** Alicja Żyła - 1 437 **Vice-President of the Management Board - CFO Division** Bożena Graczyk - 1 531 **Vice-President of the Management Board - CRO Division** Joanna Erdman - 1 402 **Vice-President of the Management Board - CIO Division** Maciej Ogórkiewicz - 680 Sławomir Soszyński - 362
		Performance of the managed area		
	Non-financial (set within areas in line with ING's strategy in a given year)	Customers	growth of the active customer base, maintaining high customer satisfaction, and developing and strengthening remote service channels	
		Strategy	digitization and modernization/technological transformation and development, increasing process automation, development of alternative customer contact channels, and strengthening the private banking and investment fund strategy	
		Environmental, Social & People[2]	development of a pro-environmental and sustainability-focused product offering, actions aimed at achieving emission neutrality, building a robust ESG reporting and risk-management system, strengthening gender balance among leaders, and ensuring a high level of organizational health	
		Risk	maintaining financial and non-financial risk – including KYC processes – within the established risk appetite, and ensuring full regulatory compliance	
Orange Behaviors (40%)		Individual goals, related to the way in which tasks are performed	objectives that relate to the principles of the Orange Code, which defines the identity of ING Bank Slaski and defines what Bank employees can expect from each other, Orange Behaviours targets can develop soft skills or behaviorus that build effectiveness in one's role	

[1]including the period of temporarily serving as an Advisor to the Management Board, i.e. from 30.04.2025 to 09.05.2025, during which the registration by the registry court of the entry in the Register of Entrepreneurs of the National Court Register was being processed, covering, among other things, the amendment to §26(1) of the Bank's Charter adopted by Resolution No. 28 of the Annual General Meeting of 29 April 2025; during this period the change of function was technical in nature, and Ms Ewa Łuniewska's remuneration remained unchanged and in line with the terms set out in the Executive Remuneration Bylaw for the Management Board of ING Bank Śląski S.A.

[2]The ESG category accounts for between 3% and 24% of the weighting of the criteria used to award variable remuneration components to the Members of the Bank's Management Board.

Enclosure 4

Changes in the salaries of employees and Members of the Management Board and Supervisory Board over the period of 5 years											
Bank performance and remuneration data	**2020**	**2021**		**2022**		**2023**		**2024**		**2025**	
	amount	**amount**	**change**	**amount**	**change**	**amount**	**change**	**amount**	**change**	**amount**	**change**
Gross profit (in mln PLN) - solo ING Bank Śląski S.A.	1 883	2 971	**58%**	2 375	**-20%**	5 659	**138%**	5 490	**-3%**	5 878	**7%**
Gross profit (in mln PLN) - total Capital Group of ING Bank Śląski S.A.	1 912	3 015	**58%**	2 403	**-20%**	5 720	**138%**	5 545	**-3%**	5 927	**7%**
Net profit (in mln PLN) - solo ING Bank Śląski S.A.	1 338	2 308	**73%**	1 714	**-26%**	4 441	**159%**	4 369	**-2%**	4 633	**6%**
Net profit (in mln PLN) - total Capital Group of ING Bank Śląski S.A.	1 338	2 308	**73%**	1 714	**-26%**	4 441	**159%**	4 369	**-2%**	4 633	**6%**
C/I[1] - solo ING Bank Śląski S.A.	52,1%	50,3%	**-3%**	55,3%	**10%**	40,0%	**-28%**	41,0%	**2%**	42,4%	**3%**
C/I[1] - total Capital Group of ING Bank Śląski S.A.	52,1%	50,9%	**-2%**	55,5%	**9%**	40,7%	**-27%**	41,7%	**2%**	42,9%	**3%**
ROE[2] - solo ING Bank Śląśki S.A.	7,7%	13,8%	**79%**	17,8%	**29%**	34,1%	**92%**	26,9%	**-21%**	24,7%	**-8%**
ROE[2] - total Capital Group of ING Bank Śląski S.A.	7,6%	13,6%	**79%**	17,4%	**28%**	33,9%	**95%**	26,7%	**-21%**	24,6%	**-8%**
Average annual monthly base salary of employees of ING Bank Śląski S.A. who are not members of the management board or the supervisory board	8 409	8 677	**3%**	10 018	**15%**	11 586	**16%**	12 809	**11%**	14 224	**11%**
Average monthly base and variable remuneration granted for a given year to the Management Board members of ING Bank Śląski S.A. for the period of performing the function / without additional benefits/ (in PLN)											
Bolesławski Michał (until 31.12.2020 and from 29.04.2025)	190 361	-	-	-	-	-	-	-	-	422 939	-
Giżycki Marcin (from 01.08.2016)	190 423	218 988	**15%**	210 218	**-4%**	237 062	**13%**	267 201	**13%**	276 336	**3%**
Łuniewska Ewa (from 01.01.2021 until 31.12.2025)[3]	-	149 178	-	177 729	**19%**	209 701	**18%**	236 694	**13%**	239 207	**1%**
Kościński Marcin (from 29.04.2025)	-	-	-	-	-	-	-	-	-	203 500	-
Mrożek Michał (from 01.07.2020 until 31.12.2025)	164 000	195 050	**19%**	199 583	**2%**	233 071	**17%**	193 078	**-17%**	251 828	**30%**
Erdman Joanna (from 01.04.2013)	184 336	211 312	**15%**	206 486	**-2%**	232 290	**12%**	257 795	**11%**	255 844	**-1%**
Graczyk Bożena (from 01.06.2017)	186 296	217 800	**17%**	216 200	**-1%**	244 138	**13%**	266 082	**9%**	268 894	**1%**
Żyła Alicja (from 01.09.2021)	-	140 913	-	162 870	**16%**	191 520	**18%**	227 877	**19%**	247 109	**8%**
Ogórkiewicz Maciej (from 29.04.2025)	-	-	-	-	-	-	-	-	-	185 000	-
Bartkiewicz Brunon (from 19.04.2016 until 29.04.2025)	343 580	398 050	**16%**	384 850	**-3%**	426 825	**11%**	494 126	**16%**	465 552	**-6%**
Soszyński Sławomir (from 01.09.2019 until 29.04.2025)	147 600	173 371	**17%**	171 785	**-1%**	197 370	**15%**	232 550	**18%**	213 902	**-8%**
Roesink Patrick (from 01.07.2015 until 31.03.2020)	127 838	-	-	-	-	-	-	-	-	-	-
Tassan-Bassut Lorenzo (from 01.01.2019 until 31.01.2021)	127 964	152 703	**19%**	-	-	-	-	-	-	-	-
Average monthly remuneration of Supervisory Board membersING Bank Śląski S.A. for the period of performing the function (in PLN)											
Monika Marcinkowska (from 29.11.2021) *Independent member*	-	16 940	-	18 172	**7%**	18 620	**2%**	34 545	**86%**	40 670	**18%**
Małgorzata Kołakowska (from 01.04.2016) *Non-independent Member, having no ties with ING Group from 01.04.2025*	-	-	-	-	-	-	-	-	-	26 477	-
Arkadiusz Krasowski (from 11.04.2024)[4] *Independent member*	-	-	-	-	-	-	-	23 240	-	28 839	**24%**
Dorota Dobija (from 29.11.2021) *Independent member*	-	18 755	-	20 119	**7%**	20 615	**2%**	24 309	**18%**	26 290	**8%**
Michał Szczurek (from 05.04.2018) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-
Hans De Munck (from 26.04.2023) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-
Serge Offers (from 11.04.2024) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-
Aneta Hryckiewicz-Gontarczyk (from 11.04.2024 until 24.09.2025) *Independent member*	-	-	-	-	-	-	-	23 240	-	23 751	**2%**
Stephen Creese (from 29.11.2021 until 31.08.2025) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-
Aleksander Galos (from 10.04.2014 until 11.04.2024) *Independent member*	21 780	22 612	**4%**	33 099	**46%**	31 619	**-4%**	30 052	**-5%**	-	-
Katarzyna Zajdel-Kurowska (from 26.04.2023 until 29.02.2024) *Independent member*	-	-	-	-	-	16 744	**-**	17 290	**3%**	-	-
Remco Nieland (from 01.05.2020 until 07.04.2022) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-
Antoni Reczek (from 10.04.2014 until 29.11.2021) *Independent member*	29 040	28 908	**0%**	-	-	-	-	-	-	-	-
Aleksander Kutela (from 10.04.2014 until 29.11.2021) *Independent member*	18 755	18 670	**0%**	-	-	-	-	-	-	-	-
Susan Poot (from 01.05.2020 until 30.09.2021) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-
Norman Tambach (until 02.04.2020) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-
Ad Kas (until 02.04.2020) *Member having ties with ING Group*	-	-	-	-	-	-	-	-	-	-	-

[1] C/I -(Eng. Cost to Income ratio) cost share ratio calculated as the relation of operating costs to the result on basic activity

[2] ROE - (ang. Return On Equity) return on equity calculated as the ratio of net profit attributable to shareholders of ING Bank Śląski S.A. from 4 consecutive quarters to the average level of equity for 5 consecutive quarters

[3] including the period of temporarily serving as an Advisor to the Management Board, i.e. from 30.04.2025 to 09.05.2025, during which the registration by the registry court of the entry in the Register of Entrepreneurs of the National Court Register was being processed, covering, among other things, the amendment to §26(1) of the Bank's Charter adopted by Resolution No. 28 of the Annual General Meeting of 29 April 2025; during this period the change of function was technical in nature, and Ms Ewa Łuniewska's remuneration remained unchanged and in line with the terms set out in the Executive Remuneration Bylaw for the Management Board of ING Bank Śląski S.A.

[4] the change in remuneration resulted from the Bank's updated policy regarding the compensation of the Audit Committee Chair, aimed at ensuring alignment with the 2021 Best Practices for Audit Committees, according to which the remuneration of the committee chair should not differ from that received by the chair of the supervisory board

Note: There is a presentation discrepancy in relation to the individualized data presented in the Annual Report, namely this statement takes into account the variable remuneration awarded for a given financial year without any other benefits, while the Annual Report includes:
- in the part concerning remuneration due for a given year - the amount of a provision for variable remuneration for the Bank's Management Board for a given year,
- in the part concerning remuneration paid in a given year - variable remuneration paid in a given financial year for previous years.

The Annual Report also includes data on the value of other benefits.

Translation note:

This version of our report is a translation from the original, which was prepared in Polish. All possible care has been taken to ensure that the translation is an accurate representation of the original. However, in all matters of interpretation of information, views or opinions, the original language version of our report takes precedence over this translation.

Independent registered auditor‘s report on the reasonable assurance engagement in relation to the assessment of the Remuneration Report

To the General Shareholders’ Meeting, the Supervisory Board and the Management Board of ING Bank Śląski S.A.

Reasonable assurance opinion (assessment)

We conducted a reasonable assurance engagement in relation to the assessment of the attached Remuneration Report of ING Bank Śląski S.A. (the "Bank") for the year ended 31 December 2025 (the "Remuneration Report").

In our opinion, the Remuneration Report is complete and complies, in all material aspects, with the applicable requirements contained in Art. 90g paragraph 1-5 and paragraph 8 of the Act of 29 July 2005 on Public Offering, Conditions for Introducing Financial Instruments to an Organized Trading System and on Public Companies (the "Public Offering Act").

Description of the subject matter and applicable criteria

The Remuneration Report was prepared by the Supervisory Board to comply with the requirements of Art. 90g paragraph 1 of the Public Offering Act. The Remuneration Report may not be appropriate for any other purpose.

According to the requirements of Art. 90g paragraph 10 of the Public Offering Act, the Remuneration Report is subject to assessment by a registered auditor in terms of it including the information required under Art. 90g paragraph 1-5 and 8 of the Public Offering Act. This report fulfills these requirements.

By the registered auditor's assessment referred to above, we mean the assessment whether, in all material respects, the scope of information presented in the Remuneration Report is complete and has been disclosed with the level of detail required by the Public Offering Act. Additionally, our assessment includes verification that the information presented in the Remuneration Report is consistent, in all material

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PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k. with registered office at ul. Polna 11, 00-633 Warsaw, entered into National Court Register by the District Court for the Capital City of Warsaw, XII Commercial Division of the National Court Register under KRS No 0000750050, Tax ID No (NIP) 5260210228.

respects, with the actual state of affairs, does not ignore significant facts and does not contain material misstatement.

Basis for opinion

We conducted our reasonable assurance engagement in accordance with National Standard on Assurance Engagements 3000 (Revised), Assurance engagements other than audits or reviews of historical financial information (the "NSAE 3000 (R)"), adopted by the National Board of Statutory Auditors.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion. Our responsibilities under this standard are further described in the Auditor's responsibilities section of our report.

Our independence and quality management

We have complied with the independence requirements and other ethical requirements set out in the "Handbook of the International Code of Ethics for Professional Accountants (including International Independence Standards)" adopted by resolution of the National Board of Statutory Auditors, which is based on the fundamental principles of integrity, objectivity, professional competence and due care, confidentiality, and professional behavior.

Our firm applies the National Quality Control Standard 1 in the wording of the International Standard on Quality Management (PL) 1 – Quality Management for Companies that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements issued by the International Auditing and Assurance Standards Board and adopted by the resolution of the Council of the Polish Agency for Audit Oversight, which requires us to design, implement, and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

Responsibility for the Remuneration Report

The Bank's Supervisory Board is responsible for the preparation in accordance with Art. 90g paragraph 1-5 and paragraph 8 of the Public Offering Act and completeness of the Remuneration Report. The Bank's Supervisory Board is responsible for the selection and application of the appropriate methods for preparation of financial data and non-financial information as well as for the design, implementation and maintenance of systems and internal control, that are necessary to enable preparation of a Remuneration Report that is free of material misstatements, whether due to fraud or error.

Auditor's responsibility

Our objectives are to plan and perform the assurance engagement to obtain reasonable assurance about whether the Remuneration Report is free from material misstatement, whether due to fraud or error, and to issue an assurance report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the Remuneration Report.

As part of a reasonable assurance engagement in accordance with NSAE 3000 (R), we exercise professional judgement and maintain professional scepticism throughout the engagement. We also:

- perform risk assessment procedures, including obtaining an understanding of internal control relevant to the engagement, to identify and assess the risks of material misstatement, whether due to fraud or error, but not for the purpose of expressing an opinion on the effectiveness of the Bank's internal control; and

- design and perform procedures responsive to the assessed risks of material misstatement of the Remuneration Report. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Summary of the work performed

Our planned and performed procedures were aimed at obtaining reasonable assurance whether the Remuneration Report was prepared, in all material aspects, in accordance with the applicable requirements, is complete and free from material misstatements and omissions. Our procedures included, in particular:

- analysis of the Remuneration Report and comparing the information contained therein with the applicable requirements;
- analysis of the resolutions of the General Shareholders' Meeting of the Bank regarding the remuneration policy for members of the Management Board and the Supervisory Board as well as any supplementary resolutions of the Supervisory Board and other documents regulating the remuneration policy subject to the disclosure requirement in the Remuneration Report;
- understanding the procedures adopted by the Supervisory Board to meet requirements of the preparation of the Remuneration Report, including understanding the relevant internal control procedures to the extent necessary to assess the risk of material misstatement or the omission of significant information;
- identifying, by comparing with corporate documents, a list of persons for whom there is a requirement to include information in the Remuneration Report and verifying, through inquiries of persons responsible for preparing the report, and, where we consider it appropriate, also directly with persons

subject to the requirement provide information on, whether all information covered by the criteria for the preparation of the Remuneration Report are disclosed in the Remuneration Report;

- where we consider it appropriate to assess the compliance of the Remuneration Report with applicable regulations, reconciliation of the financial data regarding remuneration presented in the Remuneration Report to the Bank's accounting books and relevant source documents;
- where we consider it appropriate to assess the completeness of the Remuneration Report with the applicable regulations, reconcile with the relevant source documents whether the non-financial information required for disclosure in the Remuneration is accurate and does not omit material facts.

The Remuneration Report was not subject to audit as defined in National Standards on Auditing. In the course of performing the assurance procedures, we have not conducted an audit or review of the historical financial information used in the process of preparation of the Remuneration Report and therefore we do not accept any responsibility for the issuance or update of any reports or opinions on historical financial information of the Bank.

Restrictions of use

This report has been prepared by PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp. k. for the General Shareholders' Meeting, the Supervisory Board and the Management Board of the Bank and is intended solely to fulfill the purpose described in the section Description of the subject matter and applicable criteria. It should not be used for any other purpose.

In connection with this report, PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp. k. does not accept any liability resulting from contractual and non-contractual relationships (including for negligence) with entities other than the Bank. The above does not relieve us of liability where such release is excluded by law.

The Management Board of the Bank is responsible for publishing the Remuneration Report on the Bank's website and for providing access to it free of charge for at least 10 years from the date of the General Meeting at which the resolution evaluating the Remuneration Report was adopted, and for the reliability of information on the Bank's website[1].

[1] The scope of our work does not include an assessment of these matters. Accordingly, we are not responsible for any changes that may have been made to the information which is the subject of our assessment or for differences, if any, between the information covered by our report and the information provided on the Bank's website.

Acting on behalf of PricewaterhouseCoopers Polska spółka z ograniczoną odpowiedzialnością Audyt sp.k., a company entered on the list of entities authorised to audit financial statements under number 144,

Original report is signed in Polish

Konrad Hołyst

Statutory Auditor

License no 13709

Warsaw, 20 March 2026

Enclosure with Supervisory Board Resolution
of 5 March 2026

The report on the evaluation of the payroll policy at ING Bank Śląski S.A. in 2025

The remuneration policy at ING Bank Śląski S.A. is evaluated on the basis of §28.3 of the *Principles of Corporate Governance for Supervised Institutions*.

At ING Bank Śląski S.A., the core principles of the remuneration policy have been laid down in the *ING Bank Śląski S.A. Group Remuneration Policy* which was introduced in 2017. The document lays down the key assumptions for shaping the principles of remuneration so as to attract and retain employees, by ensuring the remuneration that is competitive versus the market. The Policy also defines remuneration components.

The principles of the Policy have been further detailed in the other regulations governing the remuneration policy at ING Bank Śląski S.A.:

1) Variable Remuneration Policy for Identified Staff of ING Bank Śląski S.A.,
2) ING Bank Śląski S.A. Supervisory Board and Management Board Members Remuneration Policy,
3) Executive Remuneration Bylaw for Members of the Management Board of ING Bank Śląski S.A.,
4) General Conditions of Remunerating the Employees of ING Bank Śląski S.A. with enclosures:
   a) General Conditions of ING Bank Śląski S.A. Employee Evaluation (Step Up),
   b) General Conditions of ING Bank Śląski S.A. Identified Staff Evaluation.

I. RULES OF SHAPING THE REMUNERATION POLICY AT ING BANK ŚLĄSKI S.A.

1. In 2025, the Policy remained unchanged vis-à-vis the previous year. Invariably, the Policy furthered delivery of the business strategy and long-term interests of the Bank and its clients, including the sustainability strategy and corporate social responsibility. The said premise was mirrored in the targets set for employees for a given year.
2. As far as remuneration of members of the Bank governing bodies – that is members of the Supervisory Board and of the Management Board – is concerned, the Bank upheld the policy supporting sustainable growth of the bank, which is understood as actions taken in the areas that are meaningful for the society and for the economy, as well as responsibility for and care of the deliverables of those actions, which is part and parcel of the business strategy. Details of remuneration of ING Bank Śląski S.A. Supervisory Board and Management Board Members can be found in the Report compiled as per Article 90g of the Act on Public Offering and Terms and

Conditions of Introduction of Financial Instruments into the Organised Trading and on Public Companies.

II. REMUNERATION COMPONENTS

1. The approach to remuneration components (divided into fixed and variable ones) did not change in 2025. Fixed remuneration is such a large part of the total remuneration that it allows one to pursue a fully flexible policy of variable remuneration components, including the option of reducing or not granting any variable remuneration at all.
2. Variable remuneration encompasses any and all forms of remuneration and other benefits provided in return for performance.

   Variable remuneration encompasses the annual bonus which is set per employee, based on the evaluation of balanced and risk-based performance, considering the quantitative- and qualitative criteria. As part of the variable remuneration, high-performing employees may also be awarded an individual cash reward, the aim of which is to recognize and appreciate their extraordinary achievements at work and high potential.
3. Separate rules of variable remuneration, laid down in the *Variable Remuneration Policy for Identified Staff of ING Bank Śląski S.A.*, apply to the group of employees holding managerial positions that have material impact on the risk profile of the Bank (Identified Staff). The Policy defines the components of variable remuneration that may be awarded to Identified Staff and the principles of that remuneration payout.

   The most important ones include:

   1) financial and non-financial criteria as well as risk-adjusted criteria are used to assess individual performance; non-financial criteria should account for at least 50% of all goals, save for the persons responsible for control functions,
   2) financial criteria are not used for the persons responsible for control functions. The goals for those persons stem from the functions held by them and they are not tied to the performance of the areas controlled by them,
   3) a deferral of a part of variable remuneration, which is settled in five instalments during the period of work performance verification, to assess the impact of employee actions on the Bank's long-term results,
   4) (at least 50% of) variable remuneration is awarded in financial instruments, with own shares (previously phantom stock) being the primary instrument since 1 July 2022,
   5) with a view to ensuring long-term stability of ING Bank Śląski S.A. and tying further the risk management minimum standards to individual remuneration, since 2019 the Bank has had a *Procedure regarding risk requirements for Identified Staff being Risk Takers*. The Procedure enables the Management Board Member responsible for the risk area (the CRO) to take a decision to apply a risk modifier for variable remuneration. Following the requirements, all Identified Staff members being Risk Takers receive written information providing for the specific risk requirements for a given calendar year. After the end of the year, satisfaction of risk requirements is assessed and the assessment result may reduce the variable remuneration of the employee, should risk requirements not be satisfied.

4. Fringe benefits provided under the Bank's remuneration policy cover a package of benefits and wellbeing activities structured under four pillars: Health, Activity, Energy and Finance.

III. SUPERVISION OVER REMUNERATION POLICY

1. Compliance with the remuneration policy at the Bank is supervised by the following bodies:
   1) General Meeting:
      a) evaluate annually whether or not the remuneration policy established is conducive to the development and safety of the Bank's business,
      b) pass amendments to the ING Bank Śląski S.A. Supervisory Board and Management Board Members Remuneration Policy,
      c) provide opinion on the remuneration of the Members of the Management Board and the Supervisory Board.
   2) The ING Bank Śląski S.A. Supervisory Board:
      a) approve the ING Bank Śląski S.A. Group Remuneration Policy and the Variable Remuneration Policy for Identified Staff of ING Bank Śląski S.A.,
      b) supervise compliance with the aforesaid Policies,
      c) develop and submit to the General Meeting the report on the evaluation of the remuneration policy at the Bank and the report on the remuneration of Supervisory Board and Management Board Members.
   3) ING Bank Śląski S.A. Supervisory Board Remuneration and Nomination Committee – monitor the implementation of the Policy.
   4) Control functions actively participate and cooperate in the review of the Bank's remuneration policy to ensure its coherence with the risk management strategy and framework. Control functions also assess correctness of the capital base and fulfilment of conditions necessary for the bonus pool disbursement.
   5) The Risk Committee of the Supervisory Board of ING Bank Śląski S.A. have been included in the active supervision of the remuneration policy, monitoring the policy's compliance with the Bank's strategy, values and risk appetite.
2. The Polish Financial Supervision Authority supervise the compliance of the Bank's activity with the regulations concerning the variable remuneration components policy.

IV. REPORT ON THE EVALUATION OF THE REMUNERATION POLICY AT THE BANK IN 2025

1. The remuneration policy at the Bank complies with the Bank's strategy, values and risk appetite as well as it supports the long-term interests of the Bank and its clients. Furthermore, it promotes and supports the process of effective risk management in order to maintain and protect the sound capital base of the Bank. It does not promote excessive risk-taking behaviour that is beyond the risk propensity accepted by the Supervisory Board of the Bank and it is based

on performance management combining individual goals with the long-term business strategy and ensuring sustainable growth.

2. Pay rises

In 2025, ING Bank Śląski S.A. kept its remuneration policy whose aim is to support the strategic goals and systematically mark the pays to the market, considering the economic challenges encountered on the market.

The salaries of ING Bank Śląski S.A. staff were reviewed as part of a standard annual procedure. The Remuneration and Nomination Committee was updated on the level of market salaries vis-à-vis the salaries of the employees of ING Bank Śląski S.A. The update was prepared on the basis of the Hay Group reports. Bearing in mind the results of the payroll review, the Bank Management Board decided to implement a pay rise exercise, starting April 2025.

Pay rises were awarded on a discretionary basis. The total pay rise budget stood at 6% of the base salary fund. The core assumptions behind the pay rise exercise were the following:

1) increasing the minimum wage up to PLN 6,000 gross (full-time FTEs),
2) introducing a new base salary table in which the minimum salary levels were raised for pay grades 11 through 15.

3. Annual performance bonus

2025 was another year of functioning of the annual Step Up goals settlement system, which combines job performance assessment, creation of a solid corporate culture and our ambitions. Performance evaluation directly translates into payout of bonuses to employees. In keeping with the General Terms and Conditions of ING Bank Śląski S.A. Employee Evaluation (Step Up), the Bank Management Board determined, in consultation with the Supervisory Board, the variable remuneration pool for employees. In February 2025, we paid out bonus to Bank employees from the specific provision. The bonus was paid using a positive adjustment factor of 1.1 applied to bonus potentials, which increased the calculated bonus amount by 10%.

4. Identified Staff annual bonus

In March 2025, the bonus for Identified Staff was settled in accordance with the *Variable Remuneration Policy for Identified Staff of ING Bank Śląski S.A.*:

1) variable remuneration for 2024 was set and the non-deferred portion of the bonus was awarded,
2) following a positive verification of the assessment with consideration of ex-post risk and capital test, the Bank awarded the relevant portions of deferred variable remuneration for the years:
    - 2018–2023 for the former President of the Management Board who served until 29 April 2025;
    - 2020–2023 for the remaining Identified Staff (including Management Board members)

The base terms and conditions of variable remuneration disbursement were satisfied. The Remuneration and Nomination Committee gave positive advice and, in consequence, the non-deferred 2024 bonus portion and the deferred bonus portions for 2018 through 2023 were paid out to the Identified Staff. Similarly to other employees, a bonus potential adjustment ratio was also applied to the variable remuneration for Identified Staff.

No bonus shall be due should the employment contract be terminated under Article 52 of the Polish Labour Code. The Supervisory Board may also decide to reduce the annual bonus or not to pay it out in a given bonus award period based on verification of assessment of bonus tasks execution, taking ex post risk into account.

5. Incentive Programme for Identified Staff

The incentive programme based on the Bank's own shares was adopted by Resolution No. 29 of the Bank's Ordinary General Meeting of 7 April 2022 at the bank and at companies belonging to the bank group and subject to consolidation, save for ING Bank Hipoteczny S.A.

Own shares are awarded free of charge as an element of variable remuneration for Identified Staff within the meaning 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 (Journal of Laws 2021, item 1045).

Programme functioning is preconditioned by acquisition of an adequate number of own shares from the market. According to the Programme assumptions, the Ordinary General Meeting of the Bank authorised the Bank Management Board to acquire own shares under the terms and conditions described below:

- the own shares will be paid in full,
- the own shares will be acquired solely in order to execute the Incentive Programme,
- the maximum number of the acquired own shares shall not exceed 800,000 (in words: eight hundred thousand) shares, or 0.6% of the Bank’s share capital and representing 0.6% of the total number of votes in the bank, and in no case shall the total nominal value of the acquired own shares, own shares acquired earlier by the bank and its subsidiaries included, which have not been sold or redeemed, exceed 0.6% of the bank's share capital,
- the total amount that may be allocated for the acquisition of own shares, the costs of their acquisition included, shall not exceed PLN 200 million (in words: two hundred million) and in no case shall exceed the amount of the reserve capital established for this purpose,
- the own shares will be acquired through the agency of an investment firm selected for this purpose,
- the unit acquisition price per one own share shall be no less than PLN 50 (in words: fifty zloty) and no more than PLN 500 (in words: five hundred zloty). The price per one own share shall be determined taking into account Article 5 of the MAR Regulation and the Technical Standards.

Should – for whatever reasons – the share acquisition process from the market prove unfeasible or impossible without taking excessive effort or within the predefined timelines, then for the

needs of further performance of Bank's obligations under the Programme, the Bank Management Board – upon the consent of the Supervisory Board – can take a decision to replace own shares with another financial instrument whose value is shaped by the value of Bank shares or to otherwise perform Bank obligations under the Programme.

The rights to phantom stock allotted before the commencement date of the new programme will be exercised in the manner applicable to date. Notably, the deferred portions of remuneration awarded in phantom stock will not be converted into own shares.

As a result of the transactions carried out as part of the buyback of own shares in tranches:

	Tranche 1	Tranche 2	Tranche 3	Tranche 4	Tranche 5	Tranche 6
Total number of shares repurchased	24,931	22,800	16,292	25,000	22,726	25,000
Share buyback timeline	12.05.2023 – 03.07.2023	05.12.2023 – 29.12.2023	13.03.2024 – 05.04.2024	04.12.2024 – 31.12.2024	19.03.2025 – 07.04.2025	04.12.2025 – 31.12.2025
Total value of repurchased shares	PLN 4,201,796	PLN 6,110,408.00	PLN 5,190,328.50	PLN 6,271,279.00	PLN 7,437,381.00	PLN 8,534,080.00
Share of the repurchased shares in share capital	0.01916%	0.01752%	0.01252%	0.01922%	0.01747%	0.01922%

Shares held by the Bank were transferred to the individual securities account of the Management Board members and Identified Staff. The bonus is not payable in the event of termination of employment under Article 52 of the Labour Code. The Supervisory Board may also decide to reduce or withhold the annual bonus for a given bonus period based on a review of the assessment of the performance of bonus tasks, taking into account ex-post risk.

6. Hybrid working model

As of March 2022, we have permanently introduced a hybrid working model at the Bank, which involves alternating the performance of work tasks from the office and from home. In connection with the functioning of this model, employees receive:

- allowance for remote work – compensating for the costs of remote work, and
- office allowance – supporting commuting employees.

In December 2025, by analogy to the previous year, we paid our employees the said allowances in the gross amount of PLN 1,800. All eligible employees were paid the same allowance amount, regardless of their working time. All employees hired on the employment contract basis as at 31 December 2025 received the allowance. The following persons were not eligible for the

payment: persons on maternity leaves, parental leaves, childcare leaves and unpaid leaves (including sabbaticals) as well as persons with whom we closed cooperation. Persons returning from long-term absence and employed in 2026 will receive the allowance on a pro rata basis, calculated from the month of their return to work or from the hiring month. Eligible persons will be verified and the allowance will be paid after the end of a given quarter.

7. Fringe Benefits

In addition to other forms of rewarding and recognising employees, we offer them an extensive catalogue of fringe benefits that increase the attractiveness of the workplace. We select the fringe benefits offered to employees based on trend analyses and employee feedback regarding their expectations of fringe benefits.

The offer of fringe benefits has been structured into four pillars (Health, Energy, Activity and Finance), which define the holistic approach to the benefit package supplementing fixed and variable remuneration which is offered to employees.

With a view to making the offer more transparent and improving the knowledge of its availability among the staff, in 2025 we continued sending employees a monthly Wellbeing Newsletter in which we communicate details of the offer, present events planned for the following month and inform employees of the sites where they can find information of use and interest from the benefits area. Information about benefits and planned events are grouped under defined pillars of our wellbeing strategy.

1) Health

- Medical care

  As part of our medical care offering, every employee is provided with access to high-quality medical services (including a dental package and a range of reimbursement programmes), both for themselves and for their family members. Within the medical packages, each employee has the opportunity to undergo a comprehensive health check-up, which in 2025 was used by approximately 2,000 employees.

  From July 2025, employees have the option to join a new hospital insurance plan or purchase orthopaedic support packages.

- Oncology prevention

  The Cancer Prevention Programme is a comprehensive package of tests dedicated to employees, to support employees and to promote prevention. In 2025 alone, around 400 people underwent preventive tests for breast and gastrointestinal diseases.
  We continue to run the "We test genes at ING" programme, under which we offer co-financing for genetic testing. This year, in addition to genetic testing to assess the risk of cancer, employees had the opportunity to choose a second programme for age-related illnesses, such as Alzheimer's disease.

- Other health-support initiatives

  In 2025, employees were able to receive reimbursement for a range of preventive vaccinations, including those against tick-borne encephalitis, HPV, hepatitis A, hepatitis

A+B, typhoid fever, pneumococcal disease, tetanus, diphtheria, pertussis, COVID-19, influenza, cholera, yellow fever and rabies. In total, around 280 people benefited from the reimbursement.

Throughout the year, we launched a number of initiatives supporting employee health and activities aimed at raising awareness of healthy habits and overall wellbeing.

2) Energy

Our goal under the Energy pillar is to ensure psychological support for our employees. Our flagship products are extra days off (for special occasions, for holiday, voluntary activity or to care for their next of kin), the offer for staff children, psychological care and support in difficult everyday situations.

- Mental health

  In 2025, we continued initiatives under:

  - Mental Health Platform, which provides employees with access to therapists, coaches, financial advisers and legal advisers. There is a total of approximately 35,000 participants of the Platform. Within the Platform, employees have unlimited access to workshops and development sessions. The employees can also invite their loved ones to take advantage of such a form of help. The World Mental Health Day which is celebrated in October is another occasion where we enable our employees to take advantage of 50 extra hours for psychotherapy.

  - Orange Help-Line – it is a dedicated anonymous helpline which is served by certified psychologists who offered the employees the ability to discuss their well-being, their fears or problems. All employees and their loved ones can take advantage of the support.

- Additional days off

  The package of benefits provides for extra days off due to child birth or wedding and their number is higher than the statutory limits (higher than the number of days off provided under the applicable laws). A unique product in the range of days off is the Family Day Off, which employees can use in full or hourly depending on their needs.

  We support parents in that we offer:

  - an extra paid maternity leave of 10 days,
  - an extra paid paternity leave of 5 days,
  - the ability to take advantage of 2 days to care for a child up to 18 years of age.

  We dedicate a separate package of extra days off to deal with life situations related to disability; those extra days off include:

  - 5 extra vacation days for parents who have a child with a certificate of disability,
  - 2 extra days off for employees who take care of family members with disability, and
  - 3 extra days off for employees who have a certificate of mild disability.

  The extra days off to which staff members are entitled include:

- as many as 5 days per calendar year as a reward,
- a day off for employees who work on a shift basis (that is at night time, on Sundays and statutory holidays),
- a sabbatical leave which is an extended period of time away from work to rest or study, and
- an extra day off to celebrate a jubilee.

- Other initiatives

  In 2025, we organised special events dedicated to the children of our employees:

  - Children's Day in our office buildings in Katowice and Warsaw – children of our employees from all across Poland were able to take part in multiple workshops, events and competitions. Each visitor also received a gift on the occasion.
  - Santa Claus Day – in December, all parents received an extra PLN 50 per each child in their Cafeteria account.

  We also organised the following events for employees as part of initiatives such as Health Week, Wellbeing Days and Energy Days.

3) Activity

- Sports initiatives and tournaments

  Biegnij Warszawo (Run Warsaw) - We have been taking part in Biegnij Warszawo since 2013. The Orange Team consists of employees, their companions and families. Every year, we run and march for the ING for Children Foundation. In 2025, we broke the record for registrations. Over 8,300 people took part in the event and we donated over 170,000 to the Foundation. As usual, we met for a family picnic after the run and walk.

  Sports tournaments – in 2025, the following events took place: Football Tournament, Table Tennis Tournament and Beach Volleyball Tournament. More than 350 employees took part this year.

- Mocodajnia

  We provide employees with a dedicated space at the Headquarters in Katowice which, depending on their needs, serves as a meeting room, a creative workshop area or a gym. The equipment and activities offered are tailored to the needs reported by our employees.

- Sports budget

  The main aim is to support the sporting passions of our employees, promoting a healthy lifestyle and physical activity. In 2025, around 512 employees made use of the budget.

- Aktywni ING [Active ING]

  A charity challenge in a sports app for people who like to walk, run and cycle. Our employees raised over 20,000 for the ING for Children Foundation. About 800 people took part in the event. Nearly 1,972 employees are registered on the Aktywni ING platform.

4) Finances

Financial security and financial education of our employees are the goals of our activities under the Finance Pillar. Our flagship products under that Pillar include:

- Employee Pension Programme – as part of the programme, the Bank enables employees to accumulate extra funds for their pension, and the Bank finances the basic contribution,
- Group life insurance with two insurance companies. The ability to use the employer-sponsored insurance plan is a real benefit for the employees. In April 2025, the offer was refreshed, with the option to purchase additional units.
- The Cafeteria plan which has operated at the Bank since 2017. Employees have access to sport cards and a flexible benefit offer. The Cafeteria is accessible to all employees, and the number of points depends on their salary level. The cafeteria is a flexible tool that provides access to all benefits and services without any restrictions. Points in the programme are awarded monthly, and their number depends on the employee's pay grade.
- Education of the employees

  In 2025, we carried out a number of educational initiatives on financial matters, aimed at promoting knowledge about retirement savings programmes and tax settlement.

8. Gender pay equity

The Remuneration Policy of ING Bank Śląski S.A. Group is gender neutral, which means that it does not create conditions for any gender to be favoured in an unjustified manner with regard to terms and conditions of remuneration.

The pay gap indicator is calculated by comparing the average pay of women and men across the Bank. However, the full picture of the gender pay gap is more complex, as it is influenced by many factors, such as the employment structure, value and type of work performed by women and men. Therefore, the remuneration analysis is divided into two components: the unadjusted pay gap, calculated in accordance with the methodology resulting from the European Banking Authority Guidelines, and the adjusted pay gap, calculated based on the methodology developed by the banking sector in the open forum of the Polish Bank Association (ZBP) in 2025. The adjusted pay gap provides additional contextual information to help interpret an organisation's individual situation.

- **Unadjusted pay gap** - ING Bank Śląski S.A. calculates the unadjusted pay gap ratio in accordance with the methodology resulting from the European Banking Authority Guidelines. The calculation is based on the difference between the average salary of men and women to the average salary of men. The analysis covers all persons employed at the Bank as at 31.12.2025 on the basis of a contract of employment, excluding employees with a long-term absence (at least 3 months as at 31.12.2025) and those employed in the last 3 months of 2025. Other assumptions adopted for the calculation include the conversion of salaries into full-time equivalents for part-time employees and the annualisation of salaries of employees covered with the analysis. The variable remuneration included in the calculation represents the remuneration awarded for 2025. The unadjusted rate in 2025 was 29%.

- **Adjusted pay gap** - the main factor impacting the level of the pay gap at ING Bank Śląski S.A. is the employment structure in each pay grade. In order to determine the level of the adjusted pay gap more precisely, the Bank has carried out a detailed analysis comparing the salaries of people employed within homogeneous groups of employees performing the same work or work of the same value. The calculation is based on the average remuneration of men and women employed within homogeneous groups of employees in accordance with the Bank's remuneration policy, weighted by the employment structure of these groups. Groups of employees represented by only one of the genders and those whose size does not reflect the importance of the level of average remuneration (representation of each gender: less than 3 employees) were excluded from the calculation. The adjusted ratio in 2025 was 2,3%.

The reduction of the pay gap from 31% in 2024 to 29% in 2025 was mainly achieved thanks to the measures taken by the Bank to include pay equality-related indicators in the process of salary increases in 2025. Over the past few years, the pay gap has been systematically reduced.

	luka nieskorygowana	luka skorygowana
2022	-	4%
2023	32%	5%
2024	31%	3%
2025	29%	2%

In addition to the gender pay gap index, since 2022 we have continued our in-depth analysis in equal pay for equal work, which shows the pay mismatch index for the same jobs, grades, competences. In this way, we identify people who earn statistically more or less for a given profile, also relative to the opposite sex. The results of the analyses are one of the key elements taken into account by managers when making decisions on salary increases.

We are implementing a number of diversity and inclusion initiatives aimed at equalising opportunities for women and men and building awareness among managers and employees of our bank's non-discriminatory gender policy. One of the annual objectives of the Management Board in recent years has been to ensure an appropriate gender balance in succession plans for senior managers.

9. Review and update of regulations

As part of the review of remuneration regulations, the following changes were proposed to take effect from 2026:

1) The Remuneration Policy for the ING Bank Śląski S.A. Group, resulting from the introduction of new financial benefits in the form of::

   - a functional allowance related to the temporary assignment of new roles or responsibilities to an employee – aligned with the regulations applicable in the consolidating entity,

- a long-service award for employees with many years of service.

2) The Variable Compensation Policy for Identified Staff of ING Bank Śląski S.A., which resulted from:

   the establishment of a formal body — the Control Functions Council, which as of the new year will collect and assess information on events as part of the ex-post risk verification process, recommending appropriate consequences to the Bank's governing bodies.

10. Meetings of the Remuneration and Nomination Committee

In 2025, the Remuneration and Nomination Committee of ING Bank Śląski S.A. held 12 regular meetings and 3 by way of circulation.

11. Inspections and audits

From 17 October to 30 October 2025, the Internal Audit Department conducted the Audit of the process of remuneration of persons, who have material impact on the risk profile of ING Bank Śląski S.A. The audit sought to assess the design and operating effectiveness of key internal controls in the process of remuneration of persons, who have material impact on the risk profile at the Bank, as well as the Remuneration Policy at ING Bank Śląski S.A.

The audit findings confirmed that the process of determining and payment of the remuneration to Bank employees (including identified staff members at the Bank) had been regulated by internal remuneration policies which are updated, supervised and monitored on a regular basis by the Supervisory Board who are supported by the Remuneration Committee.

As part of the audit, it was recommended that the "Procedure for Verifying the Calculated Bonus for Identified Staff" be further detailed to include the rules applied for splitting variable remuneration into deferred and non-deferred portions, as well as into cash and financial instruments, and to specify the rounding rules, particularly with regard to the calculation of the deferred portion.

The recommendation was implemented through an update of the Procedure and its subsequent adoption following a positive legal review by the Legal Department.

The Supervisory Board are of the view that in 2025 the Bank respected the principles of its remuneration policy.

Załącznik do Uchwały Zarządu ING Banku Śląskiego S.A. z 3 marca 2026 roku
Enclosure with ING Bank Śląski S.A. Management Board Resolution of 3 March 2026

WNIOSEK ZARZĄDU W SPRAWIE PODZIAŁU ZYSKU OSIĄGNIĘTEGO PRZEZ BANK W 2025 ROKU

Zarząd ING Banku Śląskiego S.A. proponuje Zwyczajnemu Walnemu Zgromadzeniu:

1. dokonanie podziału zysku netto ING Banku Śląskiego S.A. za 2025 rok zgodnie z poniższym:
   1) zysk netto w kwocie 4 633 304 053,23 złotych przeznacza się na:
      a) wypłatę dywidendy: 3 474 971 000,00 złotych,
      b) zasilenie kapitału rezerwowego przeznaczonego na realizację programów motywacyjnych: 100 000 000,00 złotych,
      c) kwota 1 058 333 053,23 złotych pozostaje niepodzielona,
2. wypłatę dywidendy z zysku za rok 2025 w kwocie 3 474 971 000,00 złotych, tj. w kwocie 26,71 złotych brutto na jedną akcję, na następujących zasadach:
   1) dniem, według którego ustala się listę akcjonariuszy uprawnionych do dywidendy (dzień dywidendy) jest 22 kwietnia 2026 roku,
   2) wypłata dywidendy nastąpi w dniu 27 kwietnia 2026 roku (termin wypłaty dywidendy).

MANAGEMENT BOARD MOTION REGARDING DISTRIBUTION OF THE PROFIT EARNED BY THE BANK IN 2025

The Management Board of ING Bank Śląski S.A. hereby propose to the Ordinary General Meeting:

1. the following distribution of the 2025 net profit of ING Bank Śląski S.A.:
   1) net profit in the amount of PLN 4,633,304,053.23 shall be allocated to:
      a) dividend payout: PLN 3,474,971,000.00,
      b) contribution to the reserve capital earmarked for carrying out the incentive schemes: PLN 100,000,000.00,
      c) retaining the amount of PLN 1,058,333,053.23 undivided,
2. dividend payout from the 2025 profit in the amount of PLN 3,474,971,000.00, i.e. in the amount of PLN 26.71 per share in gross terms, on the following terms and conditions:
   1) 22 April 2026 shall be the date of record upon which the list of shareholders of record who are entitled to the dividend payment is determined (record date),
   2) the dividend shall be paid out on 27 April 2026 (payment date).

Zarząd ING Banku Śląskiego S.A.
Management Board of ING Bank Śląski S.A.

Komitet Wynagrodzeń i Nominacji
Remuneration and Nomination Committee

18.03.2026 r.

18.03.2026

Do Walnego Zgromadzenia ING Banku Śląskiego S.A.

To the ING Bank Śląski S.A. General Meeting

Rekomendacja
Komitetu Wynagrodzeń i Nominacji
ING Banku Śląskiego S.A.
dla Walnego Zgromadzenia
ING Banku Śląskiego S.A.

Recommendation
of the ING Bank Śląski S.A.
Remuneration and Nomination Committee
for the ING Bank Śląski S.A.
General Meeting

Na podstawie Rozdziału III pkt. 4 ppkt. 1 *Polityki oceny adekwatności członków Rady Nadzorczej, członków Zarządu oraz osób pełniących kluczowe funkcje w ING Banku Śląskim S.A.* („*Polityka*") i Części III Rozdziału 2 pkt 7 ppkt 2 lit. a) *Procedury oceny adekwatności członków Rady Nadzorczej, członków Zarządu i Komitetu Audytu w ING Banku Śląskim S.A.* („*Procedura*") Komitet Wynagrodzeń i Nominacji, po zapoznaniu się z dokumentacją z oceny odpowiedniości przeprowadzonej przez niezależny podmiot zewnętrzny, tj. firmę PwC Polska Kassel i Wspólnicy spółka komandytowa („PwC"), stwierdza, że każdy z niżej wymienionych członków Rady Nadzorczej ING Banku Śląskiego S.A., tj.:

1. Pani Dorota Dobija,
2. Pani Małgorzata Kołakowska,
3. Pan Arkadiusz Krasowski,
4. Pani Monika Marcinkowska,
5. Pan Hans De Munck,
6. Pan Serge Offers,
7. Pan Michał Szczurek,

posiada wiedzę, umiejętności i doświadczenie odpowiednie do pełnienia funkcji członka Rady Nadzorczej ING Banku Śląskiego S.A., daje rękojmię należytego wykonywania obowiązków związanych z pełnieniem tej funkcji oraz wypełnia pozostałe wymogi określone w art. 22aa ustawy – Prawo bankowe, a tym samym spełnia kryteria odpowiedniości określone w *Polityce.*

Jednocześnie, zgodnie z Rozdziałem III *Polityki*, Komitet Wynagrodzeń i Nominacji, po zapoznaniu się z dokumentacją z oceny odpowiedniości przeprowadzonej przez firmę PwC, stwierdza, że indywidualne kompetencje poszczególnych

Pursuant to Chapter III.4.1 of 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") and Part III of Chapter 2.7.2a) of the Procedure on the suitability assessment of Members of the Supervisory Board, Management Board and Audit Committee at ING Bank Śląski S.A. ("Procedure"), upon reviewing the documents from the suitability assessment made by an independent third party, PwC Polska Kassel i Wspólnicy spółka komandytowa ("PwC"), the Remuneration and Nomination Committee hereby attest that each of the following Members of the ING Bank Śląski S.A. Supervisory Board, i.e.:

1. *Ms Dorota Dobija,*
2. *Ms Małgorzata Kołakowska,*
3. *Mr Arkadiusz Krasowski,*
4. *Ms Monika Marcinkowska,*
5. *Mr Hans De Munck,*
6. *Mr Serge Offers, and*
7. *Mr Michał Szczurek,*

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.

At the same time, in keeping with Chapter III of the Policy, having reviewed the documents from the suitability assessment made by PwC, the Remuneration and Nomination Committee state that the particular competences of the individual Members of the

Komitet Wynagrodzeń i Nominacji
Remuneration and Nomination Committee

członków Rady Nadzorczej dopełniają się w taki sposób, aby umożliwić odpowiedni poziom kolegialnego nadzoru nad wszystkimi obszarami Banku, a Rada Nadzorcza jako całość będzie posiadać odpowiedni poziom wiedzy, umiejętności i doświadczenia umożliwiający zrozumienie działań podejmowanych przez Bank, w tym głównych ryzyk.

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, abilities and experience enabling them to understand the actions of the Bank, the main risks included.

Biorąc powyższe pod uwagę, Komitet Wynagrodzeń i Nominacji rekomenduje Walnemu Zgromadzeniu podjęcie uchwały stwierdzającej, że wyżej wymienieni członkowie Rady Nadzorczej ING Banku Śląskiego S.A. spełniają wymogi określone w art. 22aa ustawy – Prawo bankowe, przyjęcie w stosownej uchwale powyższej oceny odpowiedniości zbiorowej Rady oraz pozostawienie wyżej wymienionych członków w składzie Rady Nadzorczej.

Bearing in mind the above, the Remuneration and Nomination Committee recommend that the General Meeting adopt a resolution stating that the aforesaid Members of the ING Bank Śląski S.A. Supervisory Board fulfil the requirements as set out in Article 22aa of the Polish Banking Law Act, acknowledge in the said resolution the aforesaid collective suitability assessment of the Board and keep the aforesaid Supervisory Board Members.

Monika Marcinkowska
Przewodnicząca Komitetu
Committee Chair

Dorota Dobija
Członek Komitetu
Committee Member

Małgorzata Kołakowska
Członek Komitetu
Committee Member

Individual summary regarding the secondary suitability assessment of the Member of the Supervisory Board of ING Bank Śląski S.A.

As part of the secondary suitability assessment process to verify competence, knowledge and adequacy of Ms Dorota Dobija as a Member of the Bank Supervisory Board at ING Bank Śląski S.A., it was found that Ms Dorota Dobija presented the required documents and information regarding the competence, knowledge and professional experience necessary to conduct the assessment process, taking into account the following criteria:

1. Knowledge, professional experience, skills and competences,
2. Guarantee of proper performance of entrusted duties, i.e. no criminal record, reputation, honesty and ethics, financial situation and independence of judgment, including in the aspect of conflict of interests,
3. Devoting the time necessary to perform tasks as a Member of the Supervisory Board of ING Bank Śląski S.A.,
4. Combining positions and functions.

We state that, as part of the procedures carried out, no information was identified that would negatively affect the ability of the competent authority to assess adequacy.

A detailed description of the procedures carried out and the process documentation were submitted to ING Bank Śląski S.A.

PwC Polska Kassel and Partners limited partnership
Polna 11 Str., 00-633 Warsaw, Poland
P: +48 (22) 746 4000, F: +48 (22) 742 4040, www.pwc.com

Individual summary regarding the secondary suitability assessment of the Member of the Supervisory Board of ING Bank Śląski S.A.

As part of the secondary suitability assessment process to verify competence, knowledge and adequacy of Ms Małgorzata Kołakowska as a Member of the Bank Supervisory Board at ING Bank Śląski S.A., it was found that Ms Małgorzata Kołakowska presented the required documents and information regarding the competence, knowledge and professional experience necessary to conduct the assessment process, taking into account the following criteria:

1. Knowledge, professional experience, skills and competences,
2. Guarantee of proper performance of entrusted duties, i.e. no criminal record, reputation, honesty and ethics, financial situation and independence of judgment, including in the aspect of conflict of interests,
3. Devoting the time necessary to perform tasks as a Member of the Supervisory Board of ING Bank Śląski S.A.,
4. Combining positions and functions.

We state that, as part of the procedures carried out, no information was identified that would negatively affect the ability of the competent authority to assess adequacy.

A detailed description of the procedures carried out and the process documentation were submitted to ING Bank Śląski S.A.

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Individual summary regarding the secondary suitability assessment of the Member of the Supervisory Board of ING Bank Śląski S.A.

As part of the secondary suitability assessment process to verify knowledge and adequacy of Mr. Arkadiusz Krasowski as a Member of the Bank Supervisory Board at ING Bank Śląski S.A., it was found that Mr. Arkadiusz Krasowski presented the required documents and information regarding the competence, knowledge and professional experience necessary to conduct the assessment process, taking into account the following criteria:

1. Knowledge, professional experience, skills and competences,
2. Guarantee of proper performance of entrusted duties, i.e. no criminal record, reputation, honesty and ethics, financial situation and independence of judgment, including in the aspect of conflict of interests,
3. Devoting the time necessary to perform tasks as a Member of the Supervisory Board of ING Bank Śląski S.A.,
4. Combining positions and functions.

We state that, as part of the procedures carried out, no information was identified that would negatively affect the ability of the competent authority to assess adequacy.

A detailed description of the procedures carried out and the process documentation were submitted to ING Bank Śląski S.A.

PwC Polska Kassel and Partners limited partnership
Polna 11 Str., 00-633 Warsaw, Poland
P: +48 (22) 746 4000, F: +48 (22) 742 4040, www.pwc.com

Individual summary regarding the secondary suitability assessment of the Member of the Supervisory Board of ING Bank Śląski S.A.

As part of the secondary suitability assessment process to verify competence, knowledge and adequacy of Ms Monika Marcinkowska as a Member of the Bank Supervisory Board at ING Bank Śląski S.A., it was found that Ms Monika Marcinkowska presented the required documents and information regarding the competence, knowledge and professional experience necessary to conduct the assessment process, taking into account the following criteria:

1. Knowledge, professional experience, skills and competences,
2. Guarantee of proper performance of entrusted duties, i.e. no criminal record, reputation, honesty and ethics, financial situation and independence of judgment, including in the aspect of conflict of interests,
3. Devoting the time necessary to perform tasks as a Member of the Supervisory Board of ING Bank Śląski S.A.,
4. Combining positions and functions.

We state that, as part of the procedures carried out, no information was identified that would negatively affect the ability of the competent authority to assess adequacy.

A detailed description of the procedures carried out and the process documentation were submitted to ING Bank Śląski S.A.

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Individual summary regarding the secondary suitability assessment of the Member of the Supervisory Board of ING Bank Śląski S.A.

As part of the secondary suitability assessment process to verify competence, knowledge and adequacy of Mr. Hans De Munck as a Member of the Bank Supervisory Board at ING Bank Śląski S.A., it was found that Mr. Hans De Munck presented the required documents and information regarding the competence, knowledge and professional experience necessary to conduct the assessment process, taking into account the following criteria:

1. Knowledge, professional experience, skills and competences,
2. Guarantee of proper performance of entrusted duties, i.e. no criminal record, reputation, honesty and ethics, financial situation and independence of judgment, including in the aspect of conflict of interests,
3. Devoting the time necessary to perform tasks as a Member of the Supervisory Board of ING Bank Śląski S.A.,
4. Combining positions and functions.

We state that, as part of the procedures carried out, no information was identified that would negatively affect the ability of the competent authority to assess adequacy.

A detailed description of the procedures carried out and the process documentation were submitted to ING Bank Śląski S.A.

PwC Polska Kassel and Partners limited partnership
Polna 11 Str., 00-633 Warsaw, Poland
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Individual summary regarding the secondary suitability assessment of the Member of the Supervisory Board of ING Bank Śląski S.A.

As part of the secondary suitability assessment process to verify competence, knowledge and adequacy of Mr. Serge Offers as a Member of the Bank Supervisory Board at ING Bank Śląski S.A., it was found that Mr. Serge Offers presented the required documents and information regarding the competence, knowledge and professional experience necessary to conduct the assessment process, taking into account the following criteria:

1. Knowledge, professional experience, skills and competences,
2. Guarantee of proper performance of entrusted duties, i.e. no criminal record, reputation, honesty and ethics, financial situation and independence of judgment, including in the aspect of conflict of interests,
3. Devoting the time necessary to perform tasks as a Member of the Supervisory Board of ING Bank Śląski S.A.,
4. Combining positions and functions.

We state that, as part of the procedures carried out, no information was identified that would negatively affect the ability of the competent authority to assess adequacy.

A detailed description of the procedures carried out and the process documentation were submitted to ING Bank Śląski S.A.

PwC Polska Kassel and Partners limited partnership
Polna 11 Str., 00-633 Warsaw, Poland
P: +48 (22) 746 4000, F: +48 (22) 742 4040, www.pwc.com

Individual summary regarding the secondary suitability assessment of the Member of the Supervisory Board of ING Bank Śląski S.A.

As part of the secondary suitability assessment process to verify competence, knowledge and adequacy of Mr. Michał Szczurek as a Member of the Bank Supervisory Board at ING Bank Śląski S.A., it was found that Mr. Michał Szczurek presented the required documents and information regarding the competence, knowledge and professional experience necessary to conduct the assessment process, taking into account the following criteria:

1. Knowledge, professional experience, skills and competences,
2. Guarantee of proper performance of entrusted duties, i.e. no criminal record, reputation, honesty and ethics, financial situation and independence of judgment, including in the aspect of conflict of interests,
3. Devoting the time necessary to perform tasks as a Member of the Supervisory Board of ING Bank Śląski S.A.,
4. Combining positions and functions.

We state that, as part of the procedures carried out, no information was identified that would negatively affect the ability of the competent authority to assess adequacy.

A detailed description of the procedures carried out and the process documentation were submitted to ING Bank Śląski S.A.

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BYLAW
of the General Meeting of ING Bank Śląski Spółka Akcyjna

Consolidated Text

Prepared pursuant to the Bylaw adopted with the GSM Resolution No. 1 dated 27 May 2003 and amendments made thereto with GSM Resolutions No. 1 dated 9 June 2005 and No. 1 dated 9 May 2007 and GM Resolution No. 25 dated 24 April 2008 as well as GM Resolution No. 28 dated 3 April 2009 and GM Resolution no. 25 of 08 April 2010, GM Resolution No. 27 of 15 April 2021 and EGM Resolution No. 10 of 29 November 2021 along with the proposed amendments.

§1.

1. The debates of the General Shareholders Meeting of ING Bank Śląski Spółka Akcyjna (the Bank) shall be held in conformity with provisions of the Commercial Companies Code, the Bank's Charter and the present Bylaw, with due consideration of other universally applicable laws.

2. With reservation of the cases defined in the Commercial Companies Code, the General Meeting, provided it was duly convened, is deemed as valid and capable of passing resolutions regardless of the number of shares represented at this Meeting.

3. The Bank General Meeting shall be convened by announcement at the Bank's website and in a manner designated for communicating current information in line with the universally applicable laws. The announcement should be made at least twenty six days before the General Meeting's date.

3a. Where the General Meeting is convened by the Supervisory Board or shareholders representing at least a half of the Bank's equity or at least a half of the overall number of votes at the Bank, the entities shall notify the Bank Management Board about the convention of the General Meeting. The Management Board shall promptly give notice of the GM in the manner set out in para. 3.

4. The announcement of the Bank General Meeting should contain at least:

   1) the date, time and venue of the General Meeting and detailed agenda,

   2) a precise description of procedures for participation in the General Meeting and exercising the right to vote, in particular information concerning:

      a) the shareholder's right to demand that specific matters be placed on the agenda,

      b) the shareholder's right to propose draft resolutions relating to matters having been placed on the General Meeting's agenda or matters to be placed on the meeting's agenda before the General Meeting's date,

      c) the shareholder's right to propose draft resolutions relating to matters having been placed on the agenda during the General Meeting,

      d) the exercising of the right to vote by a proxy, including in particular the forms used when voting through one's proxy, and the manner of giving notice to the company of the nomination of a proxy with the use of electronic communication means,

      e) participation in the General Meeting with the use of means of electronic communication,

      f) taking the floor during the General Meeting with the use of means of electronic communication,

      g) exercising the right to vote with the use of means of electronic communication,

      h) the right of the shareholder to ask questions on the matters listed in the General Meeting agenda,

   3) the date of registration of the General Meeting' participants,

   4) information to the effect that only persons being the Bank's shareholders as of the General Meeting's registration date have the right to participate in the General Meeting,

5) guidance where and how a person authorised to participate in the General Meeting may obtain the complete text of documentation to be presented to the General Meeting and draft resolutions, and

6) the website where the General Meeting's particulars may be found.

5. The Bank provides real-time transmission of the General Meeting via the Internet. Furthermore, the Bank may organise the General Meeting in a manner enabling the shareholders to participate in the General Meeting with the use of means of electronic communication, covering in particular:

   1) two-way real-time communication of all persons attending the General Meeting which enables them to speak during the debates of the General Meeting from a site other than the site of the General Meeting,

   2) exercising the right to vote in person or through one's proxy.

6. Detailed principles of participation in the General Meeting with the use of means of electronic communication are laid down by the Supervisory Board in the form of a bylaw.

§1a.

1. From the GM convention date, the Bank shall post on its website at: www.ing.pl the information required under the Commercial Companies Code.

2. The eligible Shareholders of the Bank who intend to exercise the right to use electronic communication with the Bank may do so only via the electronic mail address indicated on the website referred to in para. 1. Shareholders may use this means of communication for sending the following information in particular:

   1) Demand for convention of GM,

   2) Requests for putting a specific item on the GM agenda,

   3) Draft resolutions of GM,

   4) Inquiries,

   5) Electronic notice of granting a proxy and notice of revoking the proxy.

2a. Draft resolutions of the General Meeting on matters put on the agenda of the General Meeting should be tabled by shareholders no later than three days before the General Meeting.

3. A person who exercises the right to use electronic communication with the Bank should demonstrate their status as a shareholder or their right to participate in the Bank's GM. For that purpose, the person shall send the following documents together with the demand, request, draft resolution, inquiry or notice to the address referred to in para. 2:

   1) Depository receipt or the certificate of right to participate in the Bank's GM,

   as well as:

   2) A scanned image of personal identity card or passport (with details enabling identification of its holder) – in case of a natural person,

   3) A scanned image of the extract of entry in the register relevant for that entity/ unit – in case of a legal entity or an organisational unit other than legal entity.

3a. The documents listed under para. 3.1) are not required, provided the Bank may establish the status of the shareholder and his/her right to participate in the Bank's GM with the use of the list made by the entity maintaining the securities depository under §2 para. 2.

4. When sending an electronic notice of granting a proxy, the shareholder or the person authorised to participate in the GM shall send the following information in addition to the documents referred to in paragraph 3 using the electronic mail address listed on the website referred to in para. 1:

1) The text or the scanned image of the proxy including the details of the principal or the persons acting on the principal's behalf in accordance with the principles of representation existing at the principal's,

2) A scanned image of personal identity card or passport (with details enabling identification of its holder) for a proxy being a natural person,

3) A scanned image of the extract of entry in the register relevant for that entity/ unit for a proxy being a legal entity or an organisational unit other than legal entity,

4) The address of electronic mail to be used for communication with the shareholder or its proxy.

4a. The documents referred to in in para. 4.2) and 4.3) can be presented by the proxy also directly before the GM at the shareholders' registration point.

5. The Management Board of the Bank may determine additional means of communication with the Bank, including electronic means of communication, also for notice of granting a proxy, and shall post information to that effect on the website referred to in para. 1 or in the notice of General Meeting.

6. The provisions of paragraphs 3 to 5 shall apply to the electronic notice of revoking a proxy.

7. Requests, demands, draft resolutions, inquiries and notices provided by shareholders in manner other than via the electronic mail address posted on the Bank's website or without fulfilling the requirements set out in paragraphs 3-5 above, or those defined in line with para. 6 shall not have any legal consequences for the Bank and therefore shall not be recognised.

§2.

1. Only the persons being the Bank's shareholders sixteen days before the General Meeting's date (the date of registration of participation in the General Meeting) shall have the right to participate in the General Meeting. A shareholder or his/her proxy, mentioned herein, shall be also referred to as the Participants of the General Meeting (GM Participant).

2. The shareholders who, not earlier than after the announcement of the General Meeting's convening and not later than on the first weekday after the registration of participation in the General Meeting, requested that the entity maintaining the securities account issue them with the statement on the right to participate in the GM. The Bank shall produce the list of shareholders authorised to participate in the General Meeting on the basis of the list made by an entity performing the function of securities depository, in accordance with the regulations on trading in financial instruments, to be sent to the Bank at least one week before the GM's date. A person not included on the list referred to above may be admitted to participate in the GM, provided that the person presents a document whose genuineness shall not give rise to any doubts certifying his/her right to participate in the Bank's GM and issued by the entity maintaining a securities account for that person.

3. The shareholders mentioned in para. 1 above may participate in the General Meeting and execute their voting rights, either personally or through their proxies. A proxy should be made in writing or in the electronic form, in accordance with the rules set out in §1a.

4. Members of the Management Board and Supervisory Board shall participate in the General Meeting in the composition providing for giving an expert response to the questions asked during the General Meeting. When some of members of those authorities cannot attend the meeting for material reasons, the participants of the General Meeting shall be informed about the reasons of their absence.

5. Members of the Management Board and Supervisory Board who participate in the General Meeting should, within the frames of their competencies and to the extent necessary to resolve issues included in the agenda, give explanation and information concerning the Bank to the

Participants of the General Meeting, with reservations resulting from the law in force taken into account. In cases that require detailed specialist information a Management or Supervisory Board Member can designate a person from among the Bank employees who will give such explanation or information.

6. The chartered auditor auditing the financial statements of the Bank shall be invited to the General Meeting, and notably, when there is the item pertaining to the financial matters of the Company listed in the agenda thereof.

7. Journalists who are interested in the General Meeting may participate in the meeting as observers after presenting their journalist IDs.

§3.

1. Each shareholder included on the list of shareholders entitled to participate in the General Meeting shall report his/her arrival to GM to the shareholders service team (at the shareholders' registration point) so that he/she is placed on the attendance list.
   The following procedure shall be applied for making the attendance list of the GM Participants:
   1) checking the shareholder's or his proxy's identity (if a shareholder is represented by a proxy this shall be indicated on the attendance list);
   2) giving the number of shares which are possessed by a reporting GM Participant;
   3) determining the number of votes assigned to the reporting GM Participant;
   4) providing a signature on the attendance list by the GM Participant;
   5) providing a GM participant with a voting card, voting instructions and other material for the debates.

2. The attendance list shall be signed by the Chairperson of the General Meeting (GM Chairperson) immediately after he/she is elected. The Chairperson of the General Meeting shall settle all claims pertaining to the list which may occur.

3. The attendance list shall be made available to the GM participants during the whole time of the debate. It will be updated on an ongoing basis according to the principles set forth in the voting instructions.

4. Upon the request of shareholders holding one tenth of the equity represented at the GM, the attendance list shall be checked by a commission elected for this purpose and composed of at least three persons, including one person elected by the mover.

5. In the event that GM is organised in a manner mentioned under §1 para. 5, the list of GM participants who participate in the General Meeting with the use of electronic communication means shall be produced. The provisions of paragraphs 2-4 shall apply accordingly.

§4.

1. The General Meeting shall be opened by the Chairperson or Deputy Chairperson of the Supervisory Board who shall order and carry out the election of the GM Chairperson from among the General Meeting Participants.
   In case of absence of the Chairperson and the Deputy Chairperson of the Supervisory Board, the General Meeting shall be opened by one of the Supervisory Board members. Until the above mentioned election has been completed, the Supervisory Board representative opening the General Meeting shall have the authority of the GM Chairperson, as stipulated herein.

2. If, at the hour of opening of GM indicated in the announcement on convening of the General Meeting, there is still a significant number of the GM participants waiting for registration, the

person opening the General Meeting shall inform the attendees that GM has been opened while the realisation of agenda shall be postponed by the time required for registration.

3. Each GM participant shall have the right to be a candidate for a GM Chairperson; also, he/she may propose one candidature for this position.
4. A suggested candidate shall be placed on a list of candidates as soon as he or she makes the declaration that he or she accepts the candidature. The list of candidates is made by the person who opened the General Meeting. The list, upon the request of the person opening GM or GM Participant may be closed by the person opening the General Meeting.
5. The Chairperson of the General Meeting shall be elected by a secret voting. The person opening GM shall be responsible for the appropriate process of voting and announcing of the results.

§5.

1. The GM Chairperson shall ensure efficient debate and respect for the rights and interests of all Shareholders. In particular, the Chairperson should act against misuse of rights by participants of the General Meeting and ensure that the rights of minority shareholders are not violated.
2. The Chairperson should not resign from his/her function without material reasons; also, he or she must not delay the signing of the General Meeting Minutes without the important reason.
3. Besides those listed herein, the GM Chairperson shall have the following rights and responsibilities in particular:
   1) stating the legal validity of the General Meeting convening and its ability to adopt resolutions;
   2) presenting the announced agenda of the General Meeting;
   3) allowing the GM Participants to speak and ruling out of order such persons who speak beside the point in the obvious way or violate the rules of acceptable behaviour;
   4) ordering voting and ensuring its appropriate process as well as announcing the results;
   5) announcing a break in the debates, except for stipulations of §7 para. 5;
   6) solving any regulatory doubts; if necessary after consulting the opinion of persons named in para. 5;
   7) closing the General Meeting upon exhausting the agreed agenda.
4. The GM Chairperson shall appoint the General Meeting Secretariat (GM Secretariat) to co-operate with the Chairperson during the GM debate, composed of 2-3 persons.
5. The GM Chairperson may consult a notary, lawyers, and other independent consultants engaged by the Management Board for GM needs. The Chairperson shall inform the participants of the presence of such consultants at the General Meeting.

§6.

1. The GM Secretariat formed according to §5 para. 4:
   1) shall co-operate with the GM Chairperson and a representative of the firm providing GM electronic support services in order to ensure the correct course of voting, taking into consideration the present attendance list of the GM participants and the list of GM participants who participate in the General Meeting with the use of electronic means;
   2) shall provide the GM Chairperson with documents stating the voting results;
   3) shall accept the written motions and resolution drafts submitted by the GM Participants;
   4) shall carry out any other auxiliary activities connected with the debate, inclusive of voting.

2. The General Meeting may adopt a resolution on electing the Committees supporting the GM Chairperson in his responsibilities, in particular of the Ballot Counting Committee or the Committee of Resolutions and Motions. In such a case, the elected Committee assumes the relevant competences of the GM Secretariat.

§7.

1. Each GM Participant shall have the right to propose a motion in formal matters.
2. The motions in formal matters are the motions pertaining to the way of debating and voting, including especially:
   1) postponing or closing of discussion;
   2) breaks in the debates;
   3) the order of voting over motions submitted within a given agenda item;
   4) closing of a list of candidates for elections.
3. The motions submitted in formal matters, subject to §5, shall be settled by the Chairperson of the General Meeting or, if any GM participant opposes to such a decision, by voting.
4. The Chairperson of the General Meeting may order a short break in the debate, especially in order to:
   1) make it possible to formulate motions;
   2) agree the standpoints among the participants of the General Meeting;
   3) seek for advice of persons mentioned in §5 para. 5;
   4) make it possible for the Supervisory Board and Management Board to take a standpoint;
   5) in other cases, in particular when the General Meeting lasts more than 2 hours.

   Short breaks must not be aimed at creating difficulties for participants of the General Meeting in exercising of their rights.
5. If a break in the debate should result in postponing the GM debate until at least the following day, it shall be necessary to adopt a relevant resolution by the General Meeting by majority of 2/3 votes. Such breaks may not jointly exceed 30 days.

§8

1. Subject to the stipulations of §7, each participant of the General Meeting should speak only on matters, which are currently considered, notably by asking Bank representatives questions, and included in the accepted agenda. The motions on draft resolutions or their alterations shall be submitted along with rationale, in writing or if GM is organised in the manner mentioned under §1 para. 5 in the electronic form, to the GM Secretariat. Upon speaking or submitting a motion, a GM Participant should state his/her full name and in case when he /she is not speaking on his/her behalf, also the data pertaining to the represented shareholder.
2. The Chairperson of the General Meeting shall give the floor according to the order of calls; the retort may be done after all the participants listed to speak on the matter included in the agenda spoke. The GM Chairperson may allow the Supervisory Board and Management Board members to speak beside the list.
3. The Chairperson may limit the time of speaking of the GM participants, should so many GM participants register for the discussion, that failure to introduce time brackets for specific statements of the GM participants would disturb the effective course of the General Meeting,

considering the agenda. Restricting the time of the statement cannot cause the limitation of the shareholders' rights.

4. A participant of the General Meeting may also express his/her opinion through submitting statement, question or motion in writing or in the electronic form. After all the participants who registered themselves for the discussion spoke the Chairperson of the General Meeting shall inform the GM about the content of such statements, arrange for explanations to be given and, if necessary, submit the motions to voting. In case of any doubts as to the wording of a voted motion, the GM participant may request the GM Chairperson to read out its wording before the voting.
5. A GM participant who requests filing his/her protest after the General Meeting passes a resolution against which he/she was voting is entitled to present a short justification for this protest.
6. The Bank shall publish the questions asked in connection with the General Meeting along with the responses thereto on its website, directly after the General Meeting.

§9.

1. At any time the General Meeting may pass a resolution pertaining to the agenda, but it can apply exclusively to:
   1) deleting particular matters from the agenda;
   2) changing of the order of matters determined in the agenda.
2. Matters, consideration of which is obligatory by law must not be removed from the agenda.
3. Matters listed therein on request of the authorised Shareholder must not be removed from the agenda, either, unless there are material reasons to do so. A relevant motion shall be thoroughly justified.
4. No resolutions may be taken for matters that are not included in the agenda, unless the whole share capital shall be represented at the General Meeting and none of the participants shall oppose thereto.

§10.

1. If the GM agenda contains an item related to appointing the Supervisory Board Members for the new term of office or changing the composition of the Supervisory Board, the General Meeting shall decide on the number of the Supervisory Board members, following the limits specified in the Charter, by a resolution. Subject to §11, the General Meeting may appoint Supervisory Board Members or change the Supervisory Board composition within the thresholds laid down in the Charter without the need to pass a separate resolution, as referred to in the foregoing, and without the need to amend such a resolution which had been passed during the preceding election of the Supervisory Board Members.
   ~~In the case a motion with regard to a change in the number of the Supervisory Board members is missing, the number decided by the previous Resolution of the General Meeting is valid.~~
2. Each GM participant has a right to submit a motion to revoke the particular or all members of the Supervisory Board. Voting over revoking of each Board member is carried out separately, unless there is a motion to revoke the whole Supervisory Board - in that case the voting refers to all members of the Supervisory Board jointly.
3. Each GM participant has the right to present candidatures to the Supervisory Board membership. Candidates are presented along with their short CVs showing in particular their education and professional experience, and justification. Candidates for members of the Supervisory Board should be nominated with a notice enabling shareholders present at the General Meeting to make an informed decision, having considered the need to make a suitability assessment of the candidate by the Bank in line with effective regulations.

4. A candidate presented shall make the declaration that s/he accepts the candidature and declaration on fulfilment of the requirements for members of the audit committee referred to in the Act of 11 May 2017 on Auditors, Audit Firms and Public Supervision and other criteria adopted by the Bank as indispensable for recognition as the independent member of the Supervisory Board as well as any other declarations required by the universally applicable laws and regulations adopted at the Bank concerning suitability assessment of the candidates.

5. Voting for particular candidates to the Supervisory Board is effected by a secret vote, separately for each candidate to be elected by the absolute majority of votes. Should the General Meeting pass a resolution on determining the number of Supervisory Board Members in line with the first sentence in section 1, ~~A vote given for a number of candidates larger than the number of mandate places is not valid. t~~The Supervisory Board shall be composed of such candidates who, on obtaining absolute majority of votes given, obtained their largest number. In case of a tie-up as to the last mandate place, a new voting for these candidates shall be effected according to the principles defined above.

6. The provisions of this paragraph shall apply in case the agenda of the General Meeting is approved and covers the changes in the composition of the Supervisory Board.

§11.

In case a valid motion was presented, in accordance with Article 385 §3 of the Commercial Companies Code, requesting that the nearest General Meeting should vote *en bloc* to elect the Supervisory Board, the election shall comply with the following rules:

1) The General Meeting shall determine the number of Supervisory Board Members, in line with the first sentence in §10.1 hereof.

~~1)~~2) A member of the Supervisory Board shall be elected by a separate group of shareholders representing at least such a part of the shares that results from the division of the overall number of shares represented at this GM by the number of the Supervisory Board members determined pursuant to item 1)~~§10 para. 1 hereof~~.

~~2)~~3) The shareholders who form a separate group in order to elect a member of the Supervisory Board shall not participate in electing the other members of the Supervisory Board.

~~3)~~4) The Bank shall provide appropriate premises and technical conditions for voting by separate groups.

~~4)~~5) The group of shareholders formed pursuant to item 2~~1~~ shall elect the Chairperson of the group to make a list of shareholders forming the group with the indication of the number of shares represented. The Chairperson of the group shall present the list to the GM Chairperson who should confirm that the group has the right to elect a specific number of members of the Supervisory Board and sign the list.

~~5)~~6) The members of the Supervisory Board shall be elected by particular groups in accordance with the relevant stipulations of §10 hereof.

~~6)~~7) Voting within the group shall be carried out in a manner determined according to §13 para. 3 hereof, unless the shareholders forming the group agree upon another manner of voting with the observance of secret vote rules.

~~7)~~8) The minutes of the voting by particular groups shall be made by the notary taking the minutes of the GM resolutions pursuant to §14 hereof.

~~8)~~9) The mandates in the Supervisory Board, not having been filled in by the group (groups) of shareholders formed in accordance with item 2~~1~~, shall be filled in by voting, in which all shareholders, who did not participate in the voting to elect members of the Supervisory Board by group voting, shall cast their votes.

§12.

1. The resolution shall be passed if shareholders representing the majority of votes, required under the Commercial Companies Code or the Charter, voted in favour of passing it.
2. If any proposals of alterations to the resolution draft have been submitted, the said proposals, subject to §7 para. 2, will be voted on in the same order, as they have been presented. Then, the voting over the whole draft, together with the accepted amendments shall take place.

§13.

1. Subject to para. 2, the voting is open.
2. A secret voting shall be ordered by the Chairperson of the General Meeting during an election, in case of motions to remove members of the Bank authorities or to take disciplinary measures against them, and also in personnel matters. A secret voting shall be ordered by the Chairperson of the General Meeting on request of at least one GM Participant, with the exception of voting on the motions pertaining to formal matters.
3. Voting at the GM and counting the votes shall be carried out with the assistance of the firm counting votes by computer technique or otherwise as specified in the voting instruction; the Bank shall communicate on its website the method of voting in the event of organising the GM in the manner mentioned under §1 para. 5.

§14.

1. The General Meeting resolutions shall not be valid, unless the minutes are taken by the notary. The minutes shall be signed by the notary and the Chairperson of the General Meeting.
2. The minutes shall confirm that the General Meeting has been duly convened and has been capable of passing resolutions and include the list of resolutions passed; the following information shall be given with respect to each resolution: the number of shares under which valid votes have been cast, the percentage share of those votes in the initial capital, the total number of valid votes, the number of votes "for", "against" and "abstained" and dissenting opinions reported. The list of attendees with signatures of GM participants and the list of shareholders voting with the use of means of electronic communication shall be attached to the minutes.
3. The copy of the minutes mentioned under paragraph 1 shall be retained by the Bank in the book of minutes. The proofs of convening of the General Meeting shall be also attached by the Management Board to the book of minutes.
4. The Bank shall disclose on its website the results of votes as specified under para. 2. as required by the law.
5. The debates of the General meeting are recorded. The debates recording shall be published on the Bank's website shortly after the General Meeting.
6. The terms and conditions of personal data processing by the Bank for GM purposes have been laid down in the *Notice on personal data processing by ING Bank Śląski S.A for shareholders, persons attending the General Meeting or exercising their share rights.* The document is available on the Bank's website: https://www.ing.pl/indywidualni/tabele-i-regulaminy/regulacje/ochrona-danych-osobowych.