

ING Bank Śląski S.A.

Registered changes to the Charter, passed by way of Resolution No. 24 of the Ordinary General Meeting of ING Bank Śląski S.A. of 26 April 2023:

In § 8.3.11) sub-item „j” shall be added in the following wording:

“j) intermediation in obtaining loans and advances,”

Registered changes to the Charter, passed by way of Resolution No. 26 of the Ordinary General Meeting of ING Bank Śląski S.A. of 26 April 2023:

1. In § 11, the following section 4 is added:

“4. Redemption of shares or acquisition of own shares by the Bank shall require permission of the Polish Financial Supervision Authority, in keeping with Article 77 of 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 and amending Regulation (EU) No 648/2012.”

2. In § 21, the following sections 3 and 4 are added:

“3. The Chair of the Supervisory Board shall manage the work of the Board and ensure its due organisation, particularly by convening the meetings.

4. Where the Supervisory Board Chair is absent or hindered in his/her function as the Supervisory Board Chair, his/her rights and duties shall be performed by the Deputy Chair. Where two Deputy Chairs have been elected, in the situation described in the preceding sentence, the rights and duties of the Supervisory Board Chair shall be performed by the First Deputy Chair, and in the event of his/her absence by the other Deputy Chair.”

Registered changes to the Charter, passed by way of Resolution No. 27 of the Ordinary General Meeting of ING Bank Śląski S.A. of 26 April 2023:

§ 11a shall read as follows:

“§ 11a.

1. The Management Board shall be authorised to increase the share capital by the amount not higher than PLN 26,000,000 (twenty six million) from the date of entry to the register of entrepreneurs of the National Court Register of the amendment to the Bank Charter concerning this provision, until 26 April 2026 (authorised capital).
2. The Management Board may exercise their right by increasing the share capital once or a few times as per section 1.
3. The Management Board resolutions concerning issue price fixing shall be approved by the Supervisory Board.
4. The authorisation referred to in section 1 shall not apply to the right to increase capital from own funds of the Bank.
5. The Management Board may award shares only in consideration for cash deposits.
6. The Management Board shall not grant preferred shares or individual rights to an individually designated shareholder.
7. The Management Board shall be authorised to deprive shareholders of pre-emptive rights under the authorised capital, in full or in part, upon the Supervisory Board’s approval.”