

## **Report No. 3/2024 on an incidental breach of the Best Practices for GPW Listed Companies**

Pursuant to §29 (3a) of the Rules of the Warsaw Stock Exchange, PKO Bank Polski S.A. hereby provides information on an incidental breach of the Best Practices for GPW Listed Companies 2021.

The Rule which was breached

### **MANAGEMENT BOARD, SUPERVISORY BOARD**

2.2. Decisions to elect members of the management board or the supervisory board of companies should ensure that the composition of those bodies is diverse by appointing persons ensuring diversity, among others in order to achieve the target minimum participation of the minority group of at least 30% according to the goals of the established diversity policy referred to in principle 2.1.

This rule was breached incidentally.

### **The company's commentary on an incidental breach of the above rule:**

*On 28 June 2024, the Bank's Annual General Meeting appointed the members of the Supervisory Board for a new joint term of office of this body. Seven members were appointed to the Bank's Supervisory Board, including two women, representing 28.5% of the Board and as a result the minimum ratio of women participation (30%) was not achieved.*

*The selection of the members of the Bank's Supervisory Board is made taking into account the principle of diversity in the composition of the body, i.e. in a manner that enables the selection of persons representing high competence, skills and experience adequate to the position entrusted, and that ensures that the members of the Supervisory Board - individually and as a body - give independent opinions and decisions on the entire range of the Bank's activities, ensuring the prudent and stable conduct of the Bank's affairs.*

*Suitability also implies the guarantee of due performance of duties in terms of the members of the body being distinguished by their honesty, ethics and independence of judgement and their ability to devote sufficient time to the performance of their duties. Additional criteria to promote diversity in the composition of the body, i.e. gender and age, shall also be taken into account in the selection of the members of the body.*

*Bearing in mind the primacy of the requirement for the suitability of the members of the bodies, gender diversity objectives are taken into account in the selection to the extent that the functioning and suitability of the body will not be adversely affected.*

### **During the last 2 years, no incidental breaches of the rule have occurred:**

No incidental breaches of Rule 2.2. have occurred since the day of the entry of the Best Practices for WSE Listed Companies 2021, into force i.e. since 1 July 2021