

IV. Corporate Governance Statement

In performance of the obligation set forth in §70 section 6 item 5 of the Regulation of the Minister of Finance on current and periodic information published by issuers of securities and on conditions under which such information may be recognized as being equivalent to information required by the regulations of law of a state which is not a member state, the Management Board of Getin Holding S.A. hereby reports information concerning the Company's compliance with the corporate governance principles in 2021 (the "Statement").

1. Information concerning corporate governance principles

a. Indication of the corporate governance principles applicable to the Company and of the place where the text of the principles is publicly available

Getin Holding as a company with shares listed on the Warsaw Stock Exchange S.A. (hereinafter: Stock Exchange, GPW), is subject to the Best Practice for GPW Listed Companies adopted by the Stock Exchange Board.

In the period from 1 January 2021 to 30 June 2021, Getin Holding was subject to the Best Practice for GPW Listed Companies 2016, adopted by the Stock Exchange Board on 13 October 2015.

The text of this document is available on the website of GPW: www.gpw.pl, "GPW Best Practice" tab. In the period from 1 July 2021 to 31 December 2021, Getin Holding was subject to the Best Practice for GPW Listed Companies 2021, adopted by the Stock Exchange Board on 29 March 2021 (DPSN 2021). The text of this documents is available on the website of GPW: www.gpw.pl, "GPW Best Practice" tab.

b. Corporate governance principles laid down in DPSN 2016 from the application of which the Issuer has withdrawn, the scope of such withdrawal and explanation of the circumstances and reasons for the withdrawal

In the period from 1 January 2021 to 30 June 2021, the Company did not apply one recommendation under DPSN 2016, i.e. VI.R.3., and two specific principles under DPSN 2016, i.e. II.Z.5. and II.Z.7. By Resolution No. 50/2021 of 23 June 2021, the Company's Management Board introduced DPSN 2021 for application in Getin Holding as of 1 July 2021, therefore, DPSN 2016 were applied and/or not applied in 2021 on the dates indicated in this section.

i) Recommendations

VI.R.3. If the supervisory board has a remuneration committee, principle II.Z.7 applies to its operations.

The Company does not comply with the afore recommendation since it does not comply with the recommendation set forth in principle II.Z.5 concerning independence of Members of the Supervisory Board.

ii) Principles

II.Z.5. Each member of the Supervisory Board should provide the other members of the supervisory board as well as the company's management board with a statement of meeting the independence criteria referred to in principle II.Z.4. The principle is not applied.

The Company pursues to comply with the abovementioned principle, which will be expressed by

requesting the Company's Supervisory Board to implement the relevant procedure confirming independence.

II.Z.7. Annex I to the Commission Recommendation referred to in principle II.Z.4 applies to the tasks and the operation of the committees of the supervisory board. Where the functions of the audit committee are performed by the Supervisory Board, the foregoing should apply accordingly.

The principle was not applied. The Company does not comply with the afore principle since it does not comply with the principle set forth in II.Z.5 concerning independence of members of the Supervisory Board.

c. Corporate governance principles laid down in DPSN 2021 from the application of which the Issuer has withdrawn, the scope of such withdrawal and explanation of the circumstances and reasons for the withdrawal

In the period from 1 July 2021 to 31 December 2021, the Company did not apply 9 principles under DPSN 2021, i.e. 1.2., 1.3.1., 1.3.2., 1.4., 1.4.1., 1.4.2., 2.1., 2.2., 2.11.6.

1.2. The Company announces its financial performance included in the interim report as soon as possible after the end of the reporting period or, if that is not possible for justified reasons, it publishes at least preliminary estimated financial results as soon as possible.

The Company does not apply this principle in the part concerning the publication of preliminary estimates. The Company aims to publish periodic reports as soon as possible taking into account the specific nature and complexity of the Group. It communicates significant events that affect its financial performance to the market in the way prescribed by the MAR Regulation and in accordance with the Polish laws.

1.3. The Company also includes ESG issues in its business strategy, in particular:

1.3.1. environmental issues, including metrics and risks related to climate change and sustainable development;

1.3.2. social and employee matters, concerning, among others, actions taken and planned to ensure gender equality, sound working conditions, respect for employee rights, dialogue with local communities, and customer relations.

The Company does not apply principle 1.3.1. The Company has not developed a strategy in the area of ESG, but in its day-to-day operations it takes measures to protect the climate, also by using products in biodegradable or reusable packaging, reducing the consumption of office materials, and selecting highly energy-efficient equipment. The Company plans to develop the strategy in the second half of 2022. The strategy will include ESG issues.

The Company does not apply principle 1.3.2 - the Company has not developed the ESG strategy. The Company plans to develop the strategy in the second half of 2022. The strategy will include ESG issues.

1.4. In order to ensure correct communications with stakeholders on the business strategy adopted, the Company posts information on its website about the strategic assumptions, measurable objectives, including in particular long-term objectives, planned activities and their progress defined by financial and non-financial metrics. Among other things, the information on the strategy in the ESG area should:

1.4.1. explain how climate change issues are taken into account in the decision-making processes of the Company and its Group, indicating the risks arising from the same;

1.4.2. present the value of the gender pay gap ratio for its employees, calculated as a percentage difference between the average monthly remuneration (including bonuses, awards and other allowances) of women and men for the last year, and present the information on activities taken to eliminate possible inequalities in this respect, including presentation of risks associated therewith and the time horizon in which it is planned to achieve equality.

The Company does not apply principle 1.4 - Getin Holding is implementing a divestment process to raise capital in all markets on which Getin Holding Capital Group operates. The result of this process will allow to determine new directions, which is estimated to take place in the second half of 2022 and, consequently, to develop the Company's strategy corresponding to this principle. The Company has not developed a strategy in the area of ESG, but in its day-to-day operations it takes measures to protect the climate, also by using products in biodegradable or reusable packaging, reducing the consumption of office materials, and selecting highly energy-efficient equipment.

Since principle 1.4 is not applied, principles 1.4.1 and 1.4.2 are not applied, either.

2.1. The Company should have a diversity policy for the Management Board and the Supervisory Board, adopted by the Supervisory Board or the General Meeting, respectively. The diversity policy defines the objectives and criteria for diversity in areas such as gender, field of study, expertise, age and professional experience, and sets the timeline and method for monitoring the achievement of such objectives. In terms of gender diversity, the condition for ensuring the diversity of the Company's bodies is that the minority share in the body concerned is not less than 30%.

This principle is not applied. The Company has not adopted a diversity policy for the Management Board and the Supervisory Board as in view of the size and scope of the Company's operations, taking account of the principles of proportionality and adequacy, the Company currently sees no possibility to make changes in the composition of the Management Board and the Supervisory Board, to the extent that would make it possible to achieve a minority share in the body concerned of not less than 30%.

2.2. Those making decisions on the election of members of the Company's Management Board or Supervisory Board should ensure that such bodies are versatile, by appointing such members who ensure diversity and allow to achieve the target ratio of a minimum minority share of not less than 30%, in accordance with the objectives set out in the adopted diversity policy referred to in principle 2.1.

Since principle 2.1. is not applied, this principle is not applied, either.

2.11. In addition to the activities required by law, once a year the Supervisory Board prepares and presents the Annual General Meeting with an annual report for approval. The aforesaid report includes at least:

2.11.6. information on the progress of implementation of the diversity policy with regard to the Management Board and the Supervisory Board, including the achievement of the objectives referred to in principle 2.1.

Since principle 2.1 is not applied, principle 2.11.6 is not applied, either.

2. Description of the main features of internal control systems and risk management systems used in the Company with reference to the process of preparing financial statements

a. Description of the internal control and risk management system

In order to ensure reliable and correct information in the financial statements and to manage risks in the process of preparing the financial statements, the Company has an effective Internal Control System which forms part of its management system. The Internal Control System is adapted to the Company's organisational structure.

The Company's Management Board is in charge of developing an efficient Internal Control System that ensures drawing up reliable financial statements, efficient and effective Company's operations and of its compliance with applicable regulations, whereas the Company's Supervisory Board supervises the work of the System by assessing its adequacy and effectiveness. In the process of preparation of financial statements the Internal Control System is to ensure accurate, complete and correct recognition of all business transactions in the reported period.

The Internal Control system in Issuer's Capital Group is based on the following defence lines:

- control function that is to ensure compliance with the control mechanisms concerning in particular risk management that covers all organisational units and departments in GH Group companies.
- compliance function that aims specifically at shaping the compliance policy and following the noncompliance risk management in cooperation with organisational units in companies.
- internal audit function to add value and improve processes and to assess, in a systematic and orderly manner, the adequacy and effectiveness of the management system, including in particular the risk management system and the internal control system.

The Risk Control Mechanism is one of the main elements of the Internal Control System that ensures accuracy of financial statements.

The Risk Control Mechanisms comprise controls contained in the Company's internal regulations and in the information systems used in the preparation of the financial statements and functional control.

In addition, as part of its control mechanisms, the Company analyses the accounting policies applied in its subsidiaries and their changes regarding the recognition and accrual of income and expenses, and provides its comments and recommendations as necessary.

Functional control is exercised by individual employees and their immediate supervisors. It is founded on proper distribution of responsibilities which mitigates the risk of affecting data by a single employee.

Control mechanisms include furthermore bylaws that ensure organisational autonomy to the Finance Department and Audit Department, systems of employees self-assessment and employees evaluation, incentive schemes, security policy and IT management instruction.

The Company has in place the Getin Holding S.A. Internal Audit Organizational Regulations and the Getin Holding S.A. Internal Audit Methodology, regulating the functioning of this area.

The mission of Internal Audit is to support the risk management system and internal control system at Getin Holding S.A., resulting in adding value and improving the business and ensuring safe operation of the Company. Internal Audit, within the scope of its activities, examines and evaluates the adequacy, effectiveness and efficiency of the risk management and internal control processes and provides reasonable assurance to the Management Board, the Audit Committee and the Supervisory Board on their effectiveness and functioning. The Internal Audit Area is functionally subordinated to the Audit Committee of the Supervisory Board of Getin Holding S.A., which ensures that the scope of audit activity is not restricted and that the resulting reports, statements and conclusions are properly handled.

The Member of the Management Board responsible for Internal Audit of Getin Holding S.A. exercises administrative supervision over Internal Audit. Audits are carried out both on the basis of Annual Audit Plans, approved by the Company's Supervisory Board following the opinion of the Audit Committee of the Supervisory Board of the Company, and unscheduled (ad hoc) audit assignments resulting from the current needs of the Company, the Audit Committee and the Supervisory Board of the Company. Audits of processes carried out by the Internal Audit aim at independent verification of the compliance of the reporting process with binding regulations, correctness and effectiveness of functional control and correctness of the financial statement preparation process. Information on the results of conducted audits is presented to the Management Board and the Audit Committee and the Supervisory Board of Getin Holding S.A.

b. Drawing up the financial statements

While drawing up financial statements the Company applies the International Financial Reporting Standards approved by the European Union (IFRS-EU) and based on accounting books kept in accordance with the provisions of the Accounting Act. Similarly, consolidated financial statements are drawn up in accordance with IFRS and based on financial statements of Getin Holding Capital Group companies that are subject to audit by an independent auditor.

Financial statements and consolidated financial statements are drawn up by the Company's Financial Department that is an organisationally separate unit reporting directly to the Member of the Management Board in charge of the financial area of Getin Holding Capital Group.

Specific tasks in the scope of controlling the process of drawing up financial statements, in the scope of monitoring the financial reporting process – in compliance with the binding provisions of the Act dated 11.05.2017 on Expert Auditors, Auditing Firms and Public Supervision – were entrusted to the Auditing Committee at the Issuer's Supervisory Board.

The obligations of the Audit Committee include, in particular, monitoring the financial reporting process and the performance of financial review activities, including the audit of financial statements by audit company, as well as monitoring the independence of the statutory auditor and the entity authorized to audit financial statements.

3. Information concerning the Issuer shareholders and securities

a. Shareholders holding, either directly or indirectly through controlled companies, at least 5% of the overall number of votes in the general meeting of the Company.

SHAREHOLDERS ENTITLED DIRECTLY OR INDIRECTLY TO AT LEAST 5% OF THE OVERALL NUMBER OF VOTES IN THE GENERAL MEETING OF GETIN HOLDING S.A.

AS OF 31.12.2021

Shareholder	Number of shares held/number of votes per share (pcs.)	Percentage of share capital/votes at general meeting (pcs.)
Leszek Czarnecki directly and indirectly* including but not limited	104,316,454	54.97%
LC Corp B.V. with its registered office in Amsterdam	64,845,032	34.17%
Getin Noble Bank S.A. with its registered office in Warsaw	18,957,758	9.99%

* to the best of Issuer's knowledge, dr Leszek Czarnecki holds:

- directly 20,468,082 shares constituting 10.79% of the Share Capital (% of votes in the GMs of the Company), and
 - indirectly - through his subsidiaries - 83,848,372 shares accounting for 44.18% of the share capital (% of votes in the GMs of the Company);
- Subsidiaries of dr Leszek Czarnecki, holding property of Getin Holding S.A., are as follows:
- LC Corp B.V. based in Amsterdam and Getin Noble Bank S.A. based in Warsaw, the holdings of which are indicated above,
 - RB Investcom sp. z o.o., based in Wrocław, holding 8,231 shares accounting for 0.004% of the Share Capital (% of votes in the GMs of the Company);
 - Idea Money S.A., based in Warsaw, which holds 631 shares accounting for 0.0003% of the Share Capital (% of votes in the GMs of the Company),
 - The Jolanta and Leszek Czarnecki Foundation which holds 29,970 shares accounting for 0.016% of the Share Capital (% of votes in the GMs of the Company),
 - Open Finance Fundusz Inwestycyjny Otwarty Subfundusz Akcji Małych i Średnich Spółek managed by Open Finance TFI SA which holds 6,750 shares accounting for 0.0036% of the share capital (% of votes in the GMs of the Company).

SHAREHOLDERS ENTITLED DIRECTLY OR INDIRECTLY TO AT LEAST 5% OF THE OVERALL NUMBER OF VOTES IN THE GENERAL MEETING OF GETIN HOLDING S.A.

AS OF THE DATE OF SUBMITTING THIS REPORT

Shareholder	Number of shares held/number of votes per share (pcs.)	Percentage of share capital/votes at general meeting (pcs.)
Leszek Czarnecki directly and indirectly* including but not limited	104,316,454	54.97%
LC Corp B.V. with its registered office in Amsterdam	64,845,032	34.17%
Getin Noble Bank S.A. with its registered office in Warsaw	18,957,758	9.99%

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- LC Corp B.V. based in Amsterdam and Getin Noble Bank S.A. based in Warsaw, the holdings of which are indicated above,

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- The Jolanta and Leszek Czarnecki Foundation which holds 29,970 shares accounting for 0.016% of the Share Capital (% of votes in the GMs of the Company),

- Open Finance Fundusz Inwestycyjny Otwarty Subfundusz Akcji Małych i Średnich Spółek managed by Open Finance TFI SA which holds 6,750 shares accounting for 0.0036% of the share capital (% of votes in the GMs of the Company).

b. Holders of any securities that confer special control rights over the Company, and description of such rights

To the best of the Company's knowledge, there are no securities that confer special control rights over the Company.

c. Restrictions to transferring title in the Company's securities and restrictions to exercising voting rights carried by the Company's shares

To the best of the Company's knowledge, there are no restrictions to transferring title in the Company's securities or restrictions to exercising voting rights carried by the Company's shares.

4. Information concerning Issuer's governing bodies and corporate issues

a. Principles for appointing and dismissing members of the management board and authorisations of members of the management board, in particular the authorisation to decide about issuing or redemption of shares.

According to the Company's Articles of Association, the Management Board is composed of 1 to 5 persons. The term of office of the Management Board is 3 years long. Mandates of members of the Company's Management Board expire upon holding the General Meeting approving the financial statements for the last full fiscal year of the term of the office.

Members of the Management Board are appointed by the Supervisory Board that may also temporarily suspend the Management Board or individual members of the Management Board.

Resolutions on appointing or dismissing members of the Management Board are adopted by a majority of votes cast in a secret vote. In case of a deadlock, the vote of the Chairman of the Supervisory Board shall decide.

Individual members of the Management Board may be dismissed at any time. Mandate of a member of the Management Board appointed to replace another member who was dismissed before the end of the term expires along with the end of the term of the entire Management Board. The same rule applies in the event of dismissal of the entire Management Board and appointing a new Management Board, and in the event of extending the Management Board by appointing new members before the end of the term for the entire Management Board.

b. Amendments to the Company's Articles of Association

Any amendments to the Company's Articles of Associations must comply with the Commercial Companies Code and making amendments is the sole competence of the Company's General Meeting. The General Meeting may authorise the Supervisory Board to draw up a uniform text of the Articles of Associations or to make editorial changes thereto, as specified in relevant resolutions adopted by the General Meeting. Other competences of the Supervisory Board include giving their opinion on amendments to the Articles of Association.

In order to make any amendments to the Company's Articles of Association, the presently binding provisions and any planned amendments thereto should be included in the announcement of the convocation of the General Meeting. If planned amendments are extensive, the announcement may include the draft of uniform Articles of Association along with indicating new or amended provisions.

Any amendment to the Company's Articles of Association requires a resolution to be adopted by a 3/4 majority of votes and entered into the National Court Register.

c. Manner of operation of the general meeting and its essential powers and rights of shareholders and the manner of their execution

The General Meeting operates in accordance with the provisions of the Commercial Companies Code, the Company's Articles of Association, Regulations of the General Meeting, the Bylaws determining detailed rules of participation in the general meeting of Getin Holding S.A. using electronic means of communication and taking into account the principles adopted by the Company's bodies contained in the document entitled Best Practice for GPW Listed Companies.

The Company shall ensure participation in the General Meeting by means of electronic communication. Detailed rules of participation in the General Meeting using means of electronic communication are specified in the Bylaws determining detailed rules of participation in the General Meeting of Getin Holding S.A. by means of electronic communication adopted by the Supervisory Board of the Company. The company provides real-life broadcast of the General Meeting.

The General Meeting is convened by the Management Board. The Supervisory Board may convene the Annual General Meeting if the Management Board fails to convene it within six months upon the end of the fiscal year at the latest or on the date provided for by provisions of the applicable law, and the Extraordinary General Meeting, if it deems it advisable.

Shareholders representing at least half of the share capital or at least half of the votes in the Company may convene the Extraordinary General Meeting. Shareholders shall elect the chairman of such a meeting. A shareholder or shareholders representing at least one twentieth of the share capital may, pursuant to conditions and terms provided for by the applicable law:

- demand that the Extraordinary General Meeting be convened and certain issues be put on the agenda;
- demand that certain issues be put on the agenda of the subsequent General Meeting;
- submit draft resolutions concerning issues included in the agenda of the General Meeting or issues that are to be put on the agenda of the General Meeting.

Demands and motions specified hereinabove should be submitted to the Management Board in a written or electronic form. Shareholders who intend to make use of the electronic means of communication are obliged to use special forms available on the Company's website and email them to the address specified on the Company website to submit their demands or draft resolutions.

The General Meeting is held at the Company's registered office or in the town/city of the registered office of the Stock Exchange where the Company's shares are admitted to organized trading (exclusively in the Republic of Poland). The General Meeting is convened by publishing an announcement on the Company's website in a manner provided for publication of current reports, pursuant to the regulations on public offering, conditions governing the introduction of financial instruments to organized trading, and public companies. The announcement shall be published not later than 26 days prior to the date of the General Meeting. The announcement shall be published not later than 26 days prior to the date of the scheduled General Meeting.

When the agenda of a General Meeting includes certain issues requested by authorised entities or if it was convened at the request of such entities, then such a meeting can be cancelled only upon consent of the authors of such request. Otherwise, the General Meeting may be cancelled if there are extraordinary obstacles against carrying it out or if it is certainly groundless. Cancellation is done exactly in the same way as the meeting was convened, ensuring minimization of adverse effects for the Company and shareholders, in any case no later than 13 days before the originally scheduled date. Changing the date of a General Meeting is done in the same way as the Meeting was cancelled, even if the suggested agenda is not changed, with the reservation that the changed date of the General Meeting should fall at least 26 (twenty six) days after the announcement concerning the change of the date of the Meeting. Cancellation of the General Meeting and change of its date shall be justified.

The General Meeting may be attended by persons who have been the Company shareholders sixteen days prior to the General Meeting date (the date of registration of participation in the General Meeting) and who applied to the entity maintaining the Company's securities account for issuing a personal certificate confirming their right to participate in the General Meeting. The certificate shall be issued according to provisions of the applicable law. At the shareholder's request the certification shall indicate part or all shares registered on their securities account for which the shareholder intends to exercise their right to vote in the General Meeting.

The list of shareholders entitled to participate in the General Meeting is prepared by the Company on the basis of the list made available by the securities depository. The list of shareholders, approved by the Management Board, indicating surnames and names or companies (names) of the eligible shareholders, their place of residence (registered seat), number and type of shares held and number of votes they are entitled to, will be made available at the office of the Company's Management Board for 3 business days prior to the General Meeting date. At shareholder's request, the list may be e-mailed to the address indicated by them, free of charge.

Representatives of media may participate in the General Meeting, unless their presence could lead to the Company's detriment because of the nature of discussed issues. The motion to admit representatives of media to the proceedings is submitted for vote by the Chairman immediately after signing the attendance list.

Shareholders may participate in the General Meeting and exercise their right to vote in person or through a proxy holder(s). A proxy to represent shareholders in the General Meeting and exercise the right to vote may be in a written or electronic form. An electronic proxy does not have to bear a secure electronic signature verified with a valid qualified certificate. A shareholder shall notify the Company of establishing a proxy electronically in a form available on the Company's website in the section related to the General Meeting, or in a way determined in the announcement of the General Meeting.

Provisions mentioned hereinabove shall respectively apply to revocation of a proxy.

Unless specified otherwise in a proxy, a proxy holder shall enjoy the same rights as a shareholder in the General Meeting. A proxy holder may grant further proxies only if his/her proxy provides so. One proxy holder may represent several shareholders and cast different votes for each shareholder. Members of the Management Board or employees of the Company may act as proxy holders in the General Meeting, as prescribed by the provisions of the applicable law. A proxy may authorise representation at only one General Meeting. The granting of a further proxy shall be forbidden.

A shareholder holding shares registered on one consolidated account may appoint separate proxy holders to exercise the rights for shares registered on such account. A shareholder holding shares registered on several securities accounts may appoint separate proxy holders to exercise the rights for shares registered on each account.

The General Meeting is opened by the Chairman or Vice-Chairmen of the Supervisory Board and if they are both absent – by another Member of the Supervisory Board. If all members of the Supervisory Board are absent, the General Meeting is opened by the President of the Management Board or a person appointed by the Management Board, who proceeds without ungrounded delay to the election of the Chairman of the General Meeting, thereafter referred to as the Chairman.

The Chairman is elected from among the persons who have a right to participate in the General Meeting. The person who opens the General Meeting determines the sequence of speaking who name their candidates. Persons who were suggested as candidates are included in a list of candidates for Chairman, if they agree. The list of candidates is made by the person who opens the General Meeting and there must not be more than 3 candidates. Every shareholder may vote only for one candidate. The Chairman of the General Meeting is the person who has received the most votes.

The chairman chairs the proceedings according to the settled agenda. The Chairman ensures efficient organisation of the proceedings and observance of rights and interests of all shareholders. The Chairman should especially oppose any abuse of their rights by the participants of the Meeting and ensure the observance of the rights of minority shareholders. The Chairman should not resign from his function for no material reasons and he/she must not groundlessly delay signing of the minutes of the General Meeting. The Chairman's duties include in particular:

- ensuring efficient and correct proceedings;
- granting the right to speak;
- issuing relevant administrative regulations;
- organising votes and supervising their course;
- announcing the results of votes;
- settling doubts concerning regulations.

The Chairman ensures that the proceedings proceed without groundless breaks or delays. Short breaks in the proceedings, which do not lead to the adjournment of the meeting, are announced by the Chairman in grounded cases, but they must not serve to hamper the shareholders from exercising their rights.

Votes on administrative matters may concern only issues related to conducting the meeting's proceedings. In this mode no resolutions can be considered which may affect the execution of the shareholders' rights.

Immediately upon the election, the Chairman checks whether the shareholders have signed the attendance list and submitted the required proxies or documents authorizing them to represent the shareholders at the General Meeting. Then, those shareholders who have not done that yet sign the attendance list. The Chairman signs the attendance list and then the list is made available for the participants of the General Meeting to read it. In case of any changes, the attendance list is adjusted and supplemented. After signing the attendance list, upon consultation with the notary who prepares the minutes, the Chairman declares the validity of convening the General Meeting and its capability to pass resolutions, and then he/she announces the fact to the present shareholders and presents them with the agenda.

Members of the Supervisory Board and Management Board participate in the General Meeting.

Members of the Supervisory Board, members of the Management Board participate in the General Meeting, and should, within their competences and in the scope necessary for settling issues discussed by the General Meeting according to provisions of the Law, explain problems and inform participants of the Meeting about the Company.

In order to ensure the proper conduct of voting, the Company makes efforts to ensure that the voting and counting of votes at the General Meeting takes place in electronic form. In the case of no such possibility, considering the efficiency of proceedings, the Chairman may organise the election of Commissions: Commission for Checking Mandates and Counting Votes, and Commission for Resolutions and Motions or the person responsible for conducting the vote and counting the results. Considering the efficiency of proceedings, the Chairman may organise the election of Commissions: for checking mandates and counting votes and for resolutions and motions, or a person in charge of organising votes and counting their results. The duties of the Commission for Checking Mandates and Counting Votes or of the person mentioned hereinabove include supervision of the correct course of a vote, declaration of the results of votes and presentation of these results to the Chairman, as well as other tasks related to organising votes. The Commission (person in charge) is obliged to promptly notify the Chairman of any irregularities revealed in a vote. Documents indicating the results of every vote are signed by all members of the Commission for Checking Mandates and Counting Votes and by the Chairman of the General Meeting. The duties of the Commission for Resolutions and Motions include the wording of motions submitted by shareholders.

The Commission for Checking Mandates and Counting Votes consists of 3 to 5 members and the number of members is determined in each case by the Chairman of the General Meeting. The Commission for Resolutions and Motions consists of 3 members. Members of the Commissions are elected from among the persons eligible to participate in a General Meeting. If the number of candidates for members of the Commissions is equal to the number of members, the Chairman may decide that the Commissions will be elected in a single vote for all candidates. If the number of candidates for members of the Commissions exceeds the number of members, the members of the Commissions are elected by way of subsequent votes for each of the submitted candidates. The Commissions consist of persons who have received the most votes. If more than one candidate receives the same number of votes, taking the last winning position, the Chairman chooses the member of the commission by way of drawing lots. The Commissions choose their chairpersons and secretaries from among their members.

Every issue included in the agenda is presented by the Chairman or a person he/she indicates. After presentation of every issue included in the agenda, the Chairman opens a discussion, granting the

right to speak on the basis of the sequence of calling. The Chairman may allow members of the Management Board and Supervisory Board to speak regardless of the sequence. The speakers may refer only to the issues included in the agenda and currently being discussed. The Chairman may limit the duration of speeches to 5 minutes per one participant of the General Meeting allowed to speak by the Chairman. During discussion about every item on the agenda, one participant may speak only twice. The second speech must not last longer than 2 minutes. The Company's Management Board and Supervisory Board may reply to motions submitted during the discussion. Such a reply should not last longer than 5 minutes, but in grounded cases the Chairman may prolong this duration. The Chairman is responsible for the course of discussion. If a speaker exceeds the allowed duration of his/her speech or changes the subject of the discussion, the Chairman has a right to deprive him/her of the right to speak.

A resolution to waive considering an issue included in the agenda and to take the issue off the agenda may be passed only if there are important and serious arguments supporting it. A motion to waive considering an issue should be justified in detail by the person who submits it. It is inadmissible to waive considering an issue or to pass a resolution to take an issue off the agenda in case of issues submitted for the agenda by the shareholders.

The resolution subjected to a vote should be expressed in a way allowing every eligible person who does not agree with the essence of resolution to appeal against such a resolution.

The Chairman allows participants of the General Meeting to speak apart from the issues on the agenda and discussion, only for submitting formal motions. Formal motions may concern only issues which are on the agenda of proceedings or the course of proceedings. In this mode no resolutions can be considered which may affect the execution of the shareholders' rights. Formal motions include especially motions concerning:

- breaks in proceeding, adjournment or closing of proceedings;
- closing a discussion;
- proceeding to the agenda;
- voting without a discussion;
- modification of the mode of voting;
- limiting the duration of speeches;
- checking the number of votes present at the General Meeting.

The General Meeting resolves a formal motion by an ordinary majority of votes cast after listening to the motion's author and its opponent. An ordinary majority means a majority of votes "for" or "against", without taking the "abstained" votes into account. Before submitting a motion to vote, the Chairman specifies the content of the draft motion and announces it to the gathering. At first, the Chairman submits to vote this motion, which goes the furthest, as it may exclude the necessity to vote over all other motions. If a formal motion is rejected by a vote, it must not be re-submitted during discussion on the same issue.

The General Meeting elects Members of the Supervisory Board from among persons who have relevant education, expertise, professional and life experience and who represent high morals, and who have enough time to perform the duties of a member of the Supervisory Board in a proper way.

At the motion submitted by a shareholder or shareholders who represent at least one fifth of the share capital, the Supervisory Board should be elected by the nearest General Meeting by way of voting in separate groups, even if the Articles of Association provide for another way of appointing the Supervisory Board. The motion mentioned hereinabove should be submitted to the Management Board in time for allowing for the election in groups at the nearest General Meeting. A motion submitted later may be considered only at the subsequent General Meeting. If a person appointed by an entity indicated in a separate act is a member of the Supervisory Board, only the remaining members of the Supervisory Board are elected. Those persons who represent at the General Meeting such a part of shares which corresponds to the result of division of the total number of represented shares by the number of members of the Supervisory Board may create a separate group in order to elect one member of the Board, however then they do not participate in the election of the remaining members. Mandates in the Supervisory Board, which have not been taken in votes of relevant groups of shareholders are distributed by way of a vote. The participants of such a vote are all the shareholders whose votes were not cast during the election of members of the Supervisory Boards, who were elected in separate groups. If at the General Meeting not a single group capable to elect a member of the Supervisory Board is created, no vote is organised, unless the General Meeting's agenda included not only the election in groups, but also changes to the composition of the Supervisory Board. At the moment when at least one member of the Supervisory Board is elected in a vote in separate groups, the terms of all previous members of the Supervisory Board expire before the end of their mandate, with the exception of the person appointed by an entity mentioned in a separate act.

As a rule, votes at General Meeting are open. A secret vote shall be ordered for elections and on motions to dismiss members of the Company's bodies or liquidators, to hold them liable, and on personal matters. Besides, a secret vote must be organised if at least one shareholder present or represented at the General Meeting requests it.

In case of a secret vote, the Chairman or the Commission for Checking Mandates and Counting Votes distributes voting cards to shareholders. The cards should have the Company's official seal on them and indicate the date of the General Meeting, number of shares and votes at the General Meeting the shareholder holds. This shall not apply where voting and counting are carried out by electronic means.

Resolutions are passed by an absolute majority, unless the provisions of the Articles of Association or of the Code of Commercial Companies and Partnerships stipulate otherwise. A shareholder may cast different votes for each share that s/he holds. A shareholder may vote as a proxy holder in a voting for adopting a resolution concerning himself/herself only according to the provisions of the applicable law. A resolution is passed if the number of votes cast "for" it exceeds the total number of votes cast "against" and "abstained". Votes are counted by the Chairman, the Commission for Checking Mandates and Counting Votes or by an elected person. If votes are counted by the Commission for Checking Mandates and Counting Votes, the Commission draws up the minutes of the vote and delivers to the Chairman. Having counted the votes, the Chairman announces the results of the vote. In votes at the General Meeting, an electronic device for voting and counting votes may be used. The relevant decision is taken by the Chairman. Electronic devices for voting and counting votes should ensure that the number of votes cast corresponds to the number of shares held and, in the case of secret vote, eliminate the possibility of identifying how individual shareholders cast their votes. After the votes are counted, the President announces the results of the vote.

A person who votes against a resolution may request recording his/her objections with a short justification in the minutes. At a request of a participant of the General Meeting, his/her written declaration is included in the minutes.

The resolutions of the General Meeting are minuted by a notary public. A copy of the minutes and the documentation of the General Meeting shall be kept at the Company's office and made available to the shareholders of the Company in accordance with the applicable provisions of law.

d. Diversity policy

The Company has not developed a diversity policy, however it pursues to ensure that the Company's governing bodies and key managers should differ as regards their gender, education, age, and professional experience. Furthermore, the Company's Management Board creates work place where all employees are treated equally as regards the terms and conditions for conclusion and termination employment relationship, promotion, and access to professional skills development training, specifically irrespective of their gender, age, disability, race, religion, nationality, political views, membership in trade unions, ethnicity, denomination, sexual orientation, or irrespective whether their employment is for specific or indefinite time, part-time or full-time. The company sees the diversity of its authorities, key managers and other employees as a competitive advantage, among others thanks to the effective use of the diverse potential of employees.

e. Personal composition and principles of operation for management and supervisory bodies of the company and their committees

In 2021, the following changes occurred in the composition of the Management Board of the Company:

- on 5 February 2021, the Supervisory Board of the Company appointed Mr Piotr Miałkowski to the Management Board of the Company and entrusted him with the function of Vice President of Management Board of the Company starting from 11 February 2021;
- on 28 May 2021, Mr. Krzysztof Bielecki, 1st Vice President of the Management Board, submitted a statement of resignation from the position in the Management Board with effect on the date of submission of the Statement;
- on 28 May 2021, Ms. Izabela Lubczyńska, Member of the Management Board, submitted a statement of resignation from the position in the Management Board with effect on the date of submission of the Statement;
- on 31 May 2021, the Company's Supervisory Board appointed the existing members of the Company's Management Board - Mr. Piotr Kaczmarek and Mr. Piotr Miałkowski for a new joint term of office, to the positions held by them until that date, i.e. Mr. Piotr Kaczmarek as President of the Management Board and Mr. Piotr Miałkowski as Vice President of the Management Board.

As at 31 December 2021, the Management Board of Getin Holding S.A. was composed of:

- Piotr Kaczmarek – President of Management Board,
- Piotr Miałkowski – Vice President of Management Board.

As at the date of the Statement, the composition of the Management Board did not change.

President of the Management Board is in charge of the Company's operations and work of the Management Board. He also co-ordinates tasks entrusted to members of the Management Board and he chairs meetings of the Management Board. A member of the Management Board nominated by the President substitutes the President of Management Board in case of his/her absence.

Each member of the Management Board is authorized and obliged to run the Company's operations. The Management Board may divide competences among individual members regarding areas of management and governance for which each member shall be accountable.

Members of the Management Board supervise operations of dependent departments and organizational units of the Company within the scope assigned by the Company competent bodies pursuant to internal procedures binding in the Company. President of the Management Board may also nominate one or more members of the Management Board to deal with specific tasks or a category of tasks. Each member of the Management Board is authorized and obliged to receive declarations of will and correspondence addressed both to the Company's headquarters' address or otherwise.

A member of the Management Board who has received a declaration of will or other correspondence addressed to the Company shall promptly initiate proceedings in accordance with the binding corporate procedures.

The Management Board meetings shall be convened by the President of the Management Board, or a member nominated by the President, at least twice a month. An invitation to such a meeting shall specify the agenda, the place and time of the meeting and shall be delivered 24 hours before the date of the meeting at latest in any manner that guarantees its receipt by the addressee and confirmation of that fact (registered mail, courier, fax, e-mail or on telephone, etc.). Should the date of the Management Board's meeting be established during the previous meeting, the obligation to inform does not apply.

Each member of the Management Board may submit a motion to the President of the Management Board to convene a meeting due to matters that require prompt reaction of the Management Board or in order to inform about matters that are important to the Company. The agenda may not be supplemented unless all members of the Management Board are present and consent to the supplement.

The Management Board may not adopt resolutions unless all members of the Management Board have been duly notified about the meeting. Votes are open. A secret vote is adopted in personal issues. Resolutions of the Management Board pass with an absolute majority, and each member of the Management Board has one vote only. In the case of a voting tie, the President of the Management Board shall have the casting vote. After every meeting of the Management Board minutes are drawn up. Members of the Management Board may take part in adopting resolutions casting their vote in writing through another member. Casting a vote through another member of the Management Board may not refer to items included in the Agenda during the meeting or personal issues. The Management Board resolutions may be adopted by circulation or with the support of means of long distance communication (telephone, fax, e-mail, videoconference). A resolution so adopted shall be valid if all members of the Management Board have been notified of the contents of a draft resolution. While adopting resolutions by circulation, members of the Management Board cast their votes by putting their signatures in the right place on a copy of a draft resolution (circulation copy) or by putting their signatures on separate copies of a draft resolution prepared for each member (circular letter).

Resolutions may also be adopted under the combined procedure with the use of both aforementioned forms of voting.

In the event of adopting resolutions with the support of means of long distance communication, members of the Management Board shall cast their votes respectively orally or in writing.

In the subsequent Meeting of the Management Board, the President of the Management Board presents the remaining members of the Supervisory Board with a list of resolutions adopted by the Management Board by circulation or with the support of means of long distance communication.

Each member of the Management Board who voted against a resolution may raise objections in writing. The objections shall comprise justification. Objections shall be noted in the minutes from the Management Board's meeting. The other members of the Management Board may not raise objections against including in the minutes the objection of the member who opposes the adopted Resolution.

The Supervisory Board acts in accordance with the Company's Articles of Association, Regulations of the Supervisory Board, the Bylaws of the General Meeting, the provisions of the Commercial Companies Code and taking into account the principles of the Best Practices adopted by the bodies of the Warsaw Stock Exchange S.A., to the extent adopted by the Company's bodies.

In the period from 1 January 2021 through 29 May 2021, the Supervisory Board of Getin Holding S.A. was composed of:

- Leszek Czarnecki – Chairman of Supervisory Board,
- Remigiusz Baliński – Vice Chairman of Supervisory Board,
- Bogdan Frąckiewicz – Member of Supervisory Board,
- Adam Maciejewski – Member of Supervisory Board,
- Stanisław Wlazło – Member of Supervisory Board.

On 28 May 2021, the Annual General Meeting of Getin Holding S.A. appointed the Company's Supervisory Board for a new two-year term of office, with effect from 30 May 2021, with the following composition:

- Leszek Czarnecki – Chairman of Supervisory Board,
- Remigiusz Baliński – Vice Chairman of Supervisory Board,
- Bogdan Frąckiewicz – Member of Supervisory Board,
- Adam Maciejewski – Member of Supervisory Board,
- Stanisław Wlazło – Member of Supervisory Board,
- Jerzy Pruski – Member of Supervisory Board.

As at 31 December 2021 and as at the date of submission of the Statement, the composition of the Supervisory Board of Getin Holding S.A. did not change

The Supervisory Board is composed of five to seven members, including Chairman and Vice-Chairman. Members of the Supervisory Board are appointed by the General Meeting for a 2-year term of office.

Members of the Supervisory Board are appointed for a joint term of office. The Supervisory Board elects the Chairman and Vice-Chairman of the Supervisory Board from among its members.

Any person being a shareholder or a person from outside the Company may be appointed to the Supervisory Board. A member of the Management Board, a commercial proxy, a liquidator, the head of department or plant, a chief accountant, attorney-at-law or advocate employed with the Company or other persons directly accountable to a member of the Management Board or a liquidator and a member of the Management Board and a liquidator of a subsidiary company may not, at the same time, be a member of the Supervisory Board. A member of the Supervisory Board should not resign from the function during his/her term of office if this could make the work of the Supervisory Board impossible, and in particular, if this could make a timely adoption of an important resolution impossible. A member of the Supervisory Board shall inform the Management Board about the functions performed as well as personal, actual and organizational relations of the member of the Supervisory Board with shareholders, in particular with the majority shareholder, and any changes in this respect for the purpose of their disclosure. A member of the Supervisory Board shall inform the Management Board about disposal or acquisition of shares in the Company or in companies controlling or controlled by the Company, as well as about transactions with such companies as far as they are relevant for his/her economic situation or if an obligation to disclose such information on performed transactions results from relevant provisions concerning current and periodical information submitted by issuers of securities, in a manner allowing the Management Board to publicly disclose such information in accordance with the aforementioned law regulations.

Meetings of the Supervisory Board shall be held at the Company's registered office or in another place in the Republic of Poland specified in the invitation. Meetings of the Supervisory Board, save for matters directly concerning the Management Board or its members, in particular: dismissal, liability and setting forth the remuneration, should be available and open for the Members of the Management Board. The Supervisory Board may invite to its meetings the Company's employees or other persons from outside, if their presence is relevant for the matters under discussion. The decision concerning an invitation of any third parties shall be taken by the person convening a meeting or its chairman.

The Supervisory Board adopts resolutions if a majority of its members, including the Chairman and Vice Chairman, are present at the meeting and all its members have been duly invited to the meeting. An invitation is deemed duly delivered if it has been made in a written form, sent by fax to the fax number provided by the Member of the Supervisory Board or by e-mail. An invitation should specify the meeting's date and the agenda. A member of the Supervisory Board who is unable to attend the meeting shall immediately inform the Chairman of the Supervisory Board thereof.

The Supervisory Board meeting may also be attended by means of direct remote communication, unless the Company's Articles of Association provide otherwise.

The Supervisory Board shall determine, in the form of Bylaws, detailed rules for participation in meetings of the Supervisory Board by means of direct remote communication.

An invitation should specify the meeting's date and the agenda. The receipt of the invitation should be confirmed by the member of the Supervisory Board by the endorsement on the invitation, in writing, by fax or by e-mail.

Members of the Supervisory Board may participate in adopting of resolutions by casting their votes in writing through another member of the Supervisory Board. Written votes may not be cast in respect of matters arising during the meeting of the Supervisory Board.

The Supervisory Board resolutions may be adopted under the written procedure (by circulation) or with the support of means of long distance communication (e.g. telephone, telefax, e-mail, videoconference). A resolution so adopted is valid if all members of the Supervisory Board have been notified of the contents of a draft resolution, and at least half of Members of the Board participated in passing the resolution.

The Supervisory Board may also adopt resolutions in writing or by means of direct remote communication in matters for which the Company's Articles of Association provide for a secret vote, provided that no member of the Supervisory Board objects.

Members of the Supervisory Board participating in the passing of resolutions by means of direct remote communication shall receive copies of the resolutions adopted in this manner, which they shall sign and return to the Company as soon as possible. In the event of adopting resolutions with the support of means of long distance communication, Resolutions signed by members of the Supervisory Board shall be archived with minutes of the Supervisory in the Company's headquarters.

The agenda of a meeting of the Supervisory Board shall be scheduled 7 days before the scheduled date of the meeting and approved by the Chairman. An invitation, including the date and a draft agenda, should be delivered to members of the Supervisory Board at least 3 business days before the scheduled date of the meeting. The invitation shall be accompanied by materials containing information about items on the agenda. The aforementioned deadline may be shortened if justified by extraordinary circumstances. The agenda of the Supervisory Board meeting shall not be amended or supplemented during the meeting, unless all members of the Supervisory Board are present and consent to the amendment or supplementing the agenda or in the event that certain actions of the Supervisory Board are required to protect the Company against damage or loss and in the event of a resolution concerning decision whether a conflict of interests exists between a member of the Supervisory Board and the Company.

Resolutions of the Supervisory Board are adopted by a majority of the votes cast, unless mandatory provisions of the Commercial Companies Code require application of stricter rules for voting. In case of a voting tie, the Chairman of the Supervisory Board shall have the casting vote.

Votes during the meetings of the Supervisory Board are open. A secret vote is adopted in matters specified in the Company's Articles of Association. A secret vote may also be decided by the Chairman on his/her own authority or upon the request of any member of the Supervisory Board.

The Supervisory Board meetings are convened by the Chairman of the Supervisory Board, or in case of his/her absence, by the Vice-Chairman of the Supervisory Board. The Supervisory Board meetings are convened if and when required, at least once in a quarter. A meeting of the Supervisory Board may be requested by the Management Board or a member of the Supervisory Board, and such request shall include a draft agenda. The Chairman, or in case of his/her absence the Vice-Chairman, convenes the meeting within two weeks of the date of receipt of the request. Should the Chairman or Vice-Chairman fail to convene the meeting, the requesting party may convene such a meeting independently, by announcing the date, place and draft agenda. Resolutions of the Supervisory Board are recorded by a

minutes secretary elected from outside the Supervisory Board or a person designated by the Chairman from amongst the members of the Supervisory Board.

The Supervisory Board performs its duties as a collective body, but it may delegate its members to perform specified supervisory duties independently. The Supervisory Board is represented by the Chairman of the Supervisory Board, or in case of his/her absence, by the Vice-Chairman of the Supervisory Board. The Supervisory Board is managed by the Chairman of the Supervisory Board, or in case of his/her absence, by the Vice-Chairman of the Supervisory Board. A member of the Supervisory Board delegated by the Supervisory Board or by the group to perform supervisory tasks should provide the Supervisory Board with detailed, written reports of the duties performed.

Members of the Supervisory Board are entitled to remuneration. The amounts of and the rules for the payment of remuneration shall be determined by the General Meeting. Information on the total remuneration of all members of the Supervisory Board, as well as the remuneration of each Member individually, is disclosed in the Company's annual report.

The Supervisory Board, in determining the remuneration of the Members of Management Board, takes into account its motivational nature and ensuring effective and smooth management of the Company. The remuneration shall remain appropriate to the size and economic performance of the Company and shall be related to the scope of responsibility arising from the function and take into account the level of remuneration of members of the Management Board in similar companies on a comparable market. The Supervisory Board endeavours to ensure that remuneration of Management Board Members is determined in accordance with the Remuneration Policy for Members of the Management Board and Supervisory Board of Getin Holding S.A. in force in the Company.

The Supervisory Board prepares an annual remuneration report for each member of the Management Board and Supervisory Board in accordance with the applicable regulations.

The Supervisory Board considers and gives its opinion on proposals presented by the Management Board to amend the Remuneration Policy for Members of the Management Board and Supervisory Board of Getin Holding S.A. adopted in the Company or a proposal to keep the existing content of the Policy in force.

If a conflict of interest arises, the Interest Conflict Management Policy of Getin Holding SA shall be applied.

Committees

- a) Remuneration and Employment Committee at Supervisory Board of Getin Holding S.A.

The Remuneration and Employment Committee is a consultative body to the Supervisory Board of the Issuer. It was established in the Company by virtue of the resolution of the Supervisory Board of the Issuer No. 1/2015 dated 15.01.2015.

The Audit Committee operates and fulfils its tasks based on the commonly binding law regulations and bylaws adopted in the Company, including the Remuneration and Employment Bylaws of Getin Holding S.A. approved by the Company's Supervisory Board.

In the period from 1 January 2021 to 30 May 2021, the Remuneration and Employment Committee

was composed of:

- Mr. Stanisław Wlazło – Chairman of Committee,
- Mr. Bogdan Frąckiewicz – Member of Committee.

On 31 May 2021, the Company's Supervisory Board appointed a new composition of the Remuneration and Employment Committee:

- Mr. Stanisław Wlazło – Chairman of Committee,
- Mr. Bogdan Frąckiewicz – Member of Committee,
- Mr. Jerzy Pruski – Member of Committee.

As at 31 December 2021 and as at the date of submission of the Statement, the composition of the Committee did not change.

b) Audit Committee at Supervisory Board of Getin Holding S.A.

The Audit Committee at the Supervisory Board of Getin Holding S.A. was established in compliance with the Company's Articles of Association as a permanent consultative body to the Supervisory Board on 19.10.2017, pursuant to the resolution adopted by the Supervisory Board of Getin Holding in compliance with the Act on Expert Auditors, Audit Firms and Public Supervision of 11.05.2017.

In the period from 01.01.2021 to 30.05.2021, the Audit Committee operated in the following composition:

- Mr Stanisław Wlazło – President of Audit Committee,
- Mr. Bogdan Frąckiewicz – Member of Audit Committee
- Mr Adam Maciejewski – Member of Audit Committee.

On 31 My 2021, the Company's Supervisory Board appointed the Audit Committee composed of:

- Mr. Stanisław Wlazło – President of Audit Committee,
- Mr. Bogdan Frąckiewicz – Member of Audit Committee,
- Mr. Adam Maciejewski – Member of Audit Committee,
- Mr. Jerzy Pruski – Member of Committee.

As at 31 December 2021 and as at the date of submission of the Statement, the composition of the Committee did not change.

Mr. Stanisław Wlazło, Mr. Bogdan Frąckiewicz, and Mr. Adam Maciejewski meet the independence criteria for audit committee members in public interest entities, as provided for in Article 129(3) of the Act on Auditors, Audit Firms and Public Supervision of 11 May 2017, and the independence criteria within the meaning of the Best Practice for GPW Listed Companies 2021 (and the Best Practice for GPW Listed Companies 2016 in force until 30 June 2021).

All members of the Audit Committee have extensive professional experience and comprehensive education, hence they have relevant competences in accounting or auditing financial statements as well as expertise and skills in the sector where the Company operates. Qualifications and experience information is available at <https://www.getin.pl/rada-nadzorcza>.

The Audit Committee operates and fulfils its tasks based on the commonly binding law regulations, and in particular on the provisions of the Act on Auditors, Auditing Firms and bylaws adopted in the Company, including the Audit Committee Bylaws in Getin Holding S.A. approved by the Company Supervisory Board.

In 2021, the Company was provided with permitted non-audit services (attestation services relating to reports or other financial information intended for the regulatory bodies, the supervisory board or any other supervisory body of the company or the owners, other than statutory audit services, intended to assist these bodies in fulfilling their statutory duties) by the audit firm auditing its financial statements and, accordingly, the Audit Committee assessed the independence of the audit firm and approved the provision of these services. As part of the aforesaid services, audit firm Grant Thornton Polska sp. z o.o. sp.k. made an assessment of the Report on Remuneration of the Company's Management Board and Supervisory Board for the period from 1 January 2019 to 31 December 2020 (for fee of PLN 13,000 net) and certification of the documentation required by the National Bank of Ukraine (for auditor's fee of PLN 23,000 net).

In financial year 2021, the Audit Committee held meetings and adopted resolutions both at physical meetings and by means of remote communication. The Audit Committee acted efficiently and complied with the binding law regulations while staying in contact with the Company Management and Supervisory Boards and the auditor as required by law regulations.

The Company complies with binding regulations concerning the rotation of auditing firms and the key auditor and with the binding waiting periods. The audit firm Grant Thornton Polska sp. z o.o. Sp.k. was chosen on 13.06.2019 by a resolution of Supervisory Board of Getin Holding S.A. no. 19/2019 as the entity auditing and reviewing the stand-alone and consolidated financial statements for the years 2019 and 2020. The audit firm Grant Thornton Polska sp. z o.o. sp.k. was chosen on 13 June 2019 by Resolution No. 19/2019 of the Supervisory Board of Getin Holding S.A. as the entity auditing and reviewing the stand-alone and consolidated financial statements for 2019 and 2020. By Resolution No. 31/2021 of the Company's Supervisory Board of 29 June 2021, taking account of a recommendation of the Audit Committee, satisfying the applicable conditions, it was decided to extend the cooperation of the Company with the aforesaid audit firm on the audit and review of standalone and consolidated financial statements for financial years 2021-2023.

The Company applies the Policy for selecting an audit firm to audit financial statements and to provide other permitted services not constituting audit of financial statements in Getin Holding S.A. and the Procedure for selecting an audit firm to audit financial statements and provide other permitted services in Getin Holding S.A.

The overriding objective of the Policy for selecting an auditing firm and providing permitted services is to enhance the role of the Audit Committee in the process of selection of an auditing firm, which supports more conscious decision making by the Company's Supervisory Board and General Meeting of Shareholders and the main objectives include:

- method of selection of an auditing firm by invitation for tenders (tender procedure) with possible additional negotiations;
- an auditing firm is selected by the Company's Supervisory Board based on the recommendation of the Audit Committee;
- the selection criteria include bidders experience in auditing financial statements of financial institutions and GPW listed companies and experience in the following areas: financial and credit

risk management, prudential requirements for financial institutions, internal control, corporate governance and the choice of corporate social responsibility;

- in the selection process the impartiality and independence of the auditing firm are considered as well as the analysis of its previous work performed for the Company or GH Capital Group that exceeds the scope of auditing or reviewing financial statements of the Company or GH Capital Group, in order to avoid conflict of interests;
- the Audit Committee and Supervisory Board apply the auditor rotation principle;
- the remuneration paid by the Company to the auditing firm and the structure of such a remuneration may not jeopardise the independence of the expert auditor or the auditing firm.