

**EVALUATION OF THE MANAGEMENT BOARD'S REPORT
ON THE COMPANY'S PERFORMANCE,
FINANCIAL STATEMENT
AND MANAGEMENT BOARD'S RECOMMENDATION
WITH REGARD TO COVERING LOSS**

Pursuant to Art. 382 §3 of the Code of Commercial Companies and Partnerships, the Supervisory Board having taken cognizance of :

1. the Company's financial statement for the financial year ended 31 December 2017;
2. The Management Board's report for the Company's performance for the period from 01 January 2017 to 31 December 2017;
3. the certified auditor's report dated 15 March 2018;
4. The Management Board's recommendation with regard to covering loss;

as well as of the recommendation of the Audit Committee below presents the evaluation of the Company's financial statement for the financial year 2017 and the Management Board's Report on the Company's Performance for financial year 2017 as regards their compliance with the books and underlying documents and the actual state, and the evaluation of the compliance with corporate governance principles, and the Management Board's recommendation with regard to covering loss from the Company's supplementary capital.

The presented financial statement as of 31 December 2017 comprises:

1. Balance sheet as of 31 December 2017, with total assets and liabilities amounting to PLN 2,117,499 thousand (in words: two billion one hundred seventeen million four hundred and ninety-nine thousand zloty).
2. Profit and loss account for the period from 01 January 2017 to 31 December 2017 disclosing a net loss of PLN 32,577 thousand (in words: thirty-two million five hundred and seventy-seven thousand zloty).
3. The cash flow statement for the period from 01 January 2017 to 31 December 2017 disclosing a decrease in cash and cash equivalents by PLN 6,601 thousand (in words: six million six hundred and one thousand zloty).
4. The statement of comprehensive income for the period from 01 January 2017 to 31 December 2017 disclosing the total negative income of PLN 16,352 thousand (in words: sixteen million three hundred and fifty-two thousand zloty).
5. The statement of changes in equity for the period from 01 January 2017 to 31 December 2017 disclosing an increase in the equity by PLN 12,706 thousand (in words: twelve million seven hundred and six thousand zloty).
6. Explanatory information and notes.

Upon reviewing the documents and getting acquainted with the certified auditor's opinion dated 15 March 2018, the Supervisory Board is of the opinion that Getin Holding S.A. financial statement for the financial year ended on 31 December 2017 as well as the Management Board's report on the Company's performance for the period starting 01 January 2017 to 31 December 2017 have been drawn up fairly and accurately in accordance with the accounting books and underlying documents, and with the factual state. In the Supervisory Board's opinion, the aforementioned financial statement and report comply with the binding law regulations. In compliance with the new requirements of the Accounting Act, the Management Board's report on the Company's performance includes the Company's non-financial statement.

In the opinion of the Supervisory Board, in 2017 the Company fulfilled the disclosure obligations concerning its compliance with corporate governance set forth in the Stock Exchange Regulations and regulations concerning current and periodic information reported by issuers of securities.

Pursuant to principle I.Z.1.13 of the *Best Practices for the WSE-listed Companies 2016*, the Company publishes on its website the information concerning its compliance with the recommendations and principles included in the Best Practices for the WSE Listed Companies 2016, whereby it indicates which recommendations and principles the Company does not comply with along with relevant explanation.

The Supervisory Board got acquainted with the statement of the Company Management Board on the compliance with the corporate governance, drawn up in accordance with § 91(5)(4) of the Regulation of the Minister of Finance dated 19 February 2009 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. Except for accepted and disclosed by the Company non-compliance with the corporate governance principles, the Supervisory Board does not find any breaches of the corporate governance. The information on the Company's compliance with the corporate governance principles is reliable and complies with binding law regulations.

Getting acquainted with the Management Board's proposal with regard to covering the loss incurred in 2017 the Supervisory Board gives a positive opinion to and approves the Management Board's proposal to cover the loss of PLN 32,576,974.63 (in words: thirty-two million five hundred seventy-six thousand nine hundred and seventy-four zloty 63/100) from the Company's supplementary capital and gives a positive opinion to the proposal to use supplementary capital funds for this purpose.

Now therefore the Supervisory Board requests the Annual General Meeting of Shareholders of Getin Holding S.A. to approve:

1. the Company financial statement for the financial year 2017;
2. The Management Board's report on the Company's performance for the period from 01 January 2017 to 31 December 2017;
3. Management Board's recommendation with regard to covering loss for 2017.