



**Resolution No. 53/2017
of the Supervisory Board of Bank BGŻ BNP Paribas S.A.
dated 11 May 2017**

on the “Principles of Corporate Governance For Supervised Institutions” issued by Polish Financial Supervision Authority.

Pursuant to § 20 para. 2 of the Articles of Association of Bank BGŻ BNP Paribas S.A., the following is being resolved:

§ 1.

The Supervisory Board of Bank BGŻ BNP Paribas S.A. confirms the compliance of the Bank with the principles described in the “Principles of Corporate Governance For Supervised Institutions” issued by Polish Financial Supervision Authority (hereafter: “Principles”) in regard to principles pertaining to the organization and performance of supervision in Bank BGŻ BNP Paribas S.A. by the Supervisory Board of Bank BGŻ BNP Paribas S.A. as the supervising authority pursuant to the Principles.

§ 2.

The Supervisory Board of Bank BGŻ BNP Paribas S.A. confirms the lack of application of § 8 item 4 of the Principles - *“A supervised institution, when justified by the number of shareholders, should strive for facilitating the participation of all shareholders in the meeting of the General Meeting of the supervised institution, among others, through ensuring the possibility of electronic active participation in the meetings of the General Meeting.”*

§ 3.

The Supervisory Board of Bank BGŻ BNP Paribas S.A. accepts the motion of the Management Board of Bank BGŻ BNP Paribas S.A. to the General Meeting of Bank BGŻ BNP Paribas S.A. to take resolution on the acknowledgement of the compliance of the Bank with Principles, as presented in the enclosure hereto.

§ 4.

The Resolution comes into force as of the adoption date.