



## **Information on the application by Alior Bank S.A. of the rules contained in “Good Practices for WSE Listed Companies 2021”**

Pursuant to the Rules of the Warsaw Stock Exchange, Alior Bank Spółka Akcyjna (“the Bank”), as a public company, is obliged to comply with Good Practices for Companies Listed on the Warsaw Stock Exchange 2021 (“Good Practices”), which constitute a set of rules of conduct which apply in particular to the bodies of companies listed on the Warsaw Stock Exchange (GPW) including their shareholders. The Document is available on GPW’s website at <https://www.gpw.pl/dobre-praktyki>.

The Bank’s application of the principles contained in Good Practices was analyzed and information on the state of their application was published.

The Bank applies the principles contained in Good Practices with the following reservations:

- Rules 2.1 and 2.2 are not applied. The Policy of Selection and Assessment of the Members of the Management Board was adopted by the Supervisory Board of the Bank. The draft Policy of Selection and Assessment of the Members of the Management Board is discussed at the Bank’s Annual General Meeting. Both documents incorporate the objectives and criteria for diversity of members of the Bank’s governing bodies in line with Rules 2.1 and 2.2 and set the gender diversity ratio at no less than 30% minority participation. According to the current state of the Bank’s bodies, the specified level of gender diversity has not been achieved.
- Rule 4.1 is not applied. Given the need to perform multiple technical and organisational measures and the involved costs and risks, as well as small experience of the market in this regard, the Bank has not currently opted for providing the shareholders with real-time communication capability whereby shareholders would be able to speak at a General Meeting of Shareholders from a location other than the place of deliberations.

### **Some of the rules contained in Good Practices are addressed directly to the Bank’s shareholders, to which we would like to draw particular attention:**

**2.1.** Companies should have in place a diversity policy applicable to the management board and the supervisory board, approved by the supervisory board and the general meeting, respectively. The diversity policy defines diversity goals and criteria, among others including gender, education, expertise, age, professional experience, and specifies the target dates and the monitoring systems for such goals. With regard to gender diversity of corporate bodies, the participation of the minority group in each body should be at least 30%.

**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.

**2.3.** At least two members of the supervisory board meet the criteria of being independent referred to in the Act of 11 May 2017 on Auditors, Audit Firms and Public Supervision, and have no actual and material relations with any shareholder who holds at least 5% of the total vote in the company.

**4.8.** Draft resolutions of the general meeting on matters put on the agenda of the general meeting should be tabled by shareholders no later than three days before the general meeting.

**4.9.** If the general meeting is to appoint members of the supervisory board or members of the supervisory board for a new term of office:

**4.9.1.** candidates for members of the supervisory board should be nominated with a notice necessary for shareholders present at the general meeting to make an informed decision and in any case no later than three days before the general meeting; the names of candidates and all related documents should be immediately published on the company's website;

**4.9.2.** candidates for members of the supervisory board make a declaration concerning fulfilment of the requirements for members of the audit committee referred to in the Act of 11 May 2017 on Auditors, Audit Firms and Public Supervision and having actual and material relations with any shareholder who holds at least 5% of the total vote in the company.