

## *Form for Individuals*

### **FORM FOR EXECUTING VOTING RIGHTS THROUGH A PROXY DURING THE EXTRAORDINARY GENERAL MEETING OF mBank S.A. WITH ITS SEAT IN WARSAW, CALLED FOR 18 SEPTEMBER 2025**

I, the undersigned

.....  
(name and surname)

.....  
(phone number and e-mail address)

.....  
(phone number and e-mail address)

holding the identity card / passport<sup>1</sup> number ....., having ..... registered / bearer shares<sup>2</sup> of the company called mBank S.A. with its seat in Warsaw

#### **hereby authorise**

.....  
(name and surname)

.....  
(phone number and e-mail address)

holding the identity card / passport<sup>3</sup> number ..... (the "Proxy")

to represent myself at the Extraordinary General Meeting of the company called mBank S.A. with its seat in Warsaw, called for 18 September 2025, 12:00 hours, in the registered seat of the Bank in Warsaw, at Prosta 18 Street ("EGM"), also in a situation where a break in a meeting of the EGM is announced, particularly to: participate and express opinions during the EGM, sign the attendance list, vote on behalf of myself as well as to any other actions related to the meeting of the EGM.

The proxy is / not<sup>4</sup> authorised to grant further power-of-attorney.

.....  
(signature)

.....  
(signature)

.....  
(place / country, date)

.....  
(place / country, date)

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<sup>1</sup> delete where necessary

<sup>2</sup> delete where necessary

<sup>3</sup> delete where necessary

<sup>4</sup> delete where necessary

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### **COMMENTARY**

Instruction is given by putting "X" in the appropriate column. In a situation where the Shareholder authorises the Proxy to vote differently from part of its shares, in the column "Instruction" relating to the appropriate resolution, the Shareholder should indicate a number of shares from which the Proxy should vote "For", "Against", abstain from voting or vote at the Proxy's sole discretion. In a situation where the number of shares is not given, it shall be assumed that the Proxy is authorised to vote in the manner indicated for all the shares held by the Shareholder.

Due to the possibility of discrepancies between the content of draft resolutions presented below and the content of resolutions presented to the Extraordinary General Meeting, it is recommended that in the column "Other" the Shareholder defines the manner of voting by the Proxy in such situation.

This form is not intended to verify the manner of voting of the Proxy, does not substitute the power-of-attorney granted by the Proxy, and it is not obligatory to use it.

### **Information on personal data processing**

1. mBank S.A., Prosta 18, 00-850 Warszawa, entered in the commercial register of the National Court Register kept by the District Court for the Capital City of Warsaw, 13<sup>th</sup>, Commercial Division, under KRS 0000025237, Tax Identification Number (NIP): 526-021-50-88, with its fully paid-up share capital amounting to PLN 169,987,892 as at 1 January 2025 ("the Bank") acts as the personal data controller of the Shareholder and the Shareholder's representatives.
2. The Bank processes personal data of the Shareholder and the Shareholder's representatives in order to comply with legal obligations to which the Bank is subject (regarding organizing and holding the General Shareholders Meeting ) and for the purposes of the legitimate interests of the Bank (for evidential purposes – safeguarding information in case of a legal necessity to prove facts). The provision of personal data is necessary to participate in the General Shareholders Meeting.
3. The following data regarding Shareholders first name and surname or business name, registered office (address of residence), number, type and code of shares registered in order to participate in the General Shareholders Meeting is being acquired from the entity keeping the securities deposit (Krajowy Depozyt Papierów Wartościowych S.A.) - in accordance with the regulations on trading in financial instruments and Code of Commercial Companies.
4. The Bank processes personal data of the Shareholder and the Shareholder's representatives for a period necessary to perform the legal obligations to which the Bank is subject or to fulfill the purposes of the legitimate interests of the Bank and for the period being the prescription period for potential claims.
5. The Shareholder and the Shareholder's representatives:
  - 1/ have the right to access and correct their data, as well as to transfer them; and
  - 2/ may demand that the data be erased or that their processing be restricted, or may object to their processing.
6. The function of the Personal Data Protection Officer is held by a Bank employee who may be contacted at the following e-mail address: [Inspektordanychosobowych@mbank.pl](mailto:Inspektordanychosobowych@mbank.pl).
7. The President of the Personal Data Protection Office acts as the supervisory authority in terms of personal data protection and the Customer and the Customer's representatives have the right to lodge a complaint to the President of the Personal Data Protection Office.
8. Data, including personal data, of the Shareholder and the Shareholder's representatives, may be disclosed to entities entrusted by the Bank with data processing for the purpose of the performance of agreements on rendering services for the benefit of the Bank and other recipients authorized to receive personal data according to binding provisions of law.

**PROPOSED DRAFT RESOLUTIONS**

**Resolution No. ...  
XVII Extraordinary General Meeting  
of mBank S.A.  
18 September 2025  
Draft**

***regarding election of the Chairman of the Meeting***

Pursuant to § 6 sec. 3 of the Standing Regulations of the General Meeting of mBank S.A., the following is resolved:

**§ 1**

The Extraordinary General Meeting of mBank S.A. elects Mr./Ms. [...] as the Chairman of the Extraordinary General Meeting.

**§ 2**

The resolution comes into effect upon its adoption.

**Resolution No. ...**  
**XVII Extraordinary General Meeting**  
**of mBank S.A.**  
**18 September 2025**  
*Draft*

***regarding increasing the number of members of the Supervisory Board of mBank S.A.***

Pursuant to § 17 section 4 of the By-laws of mBank S.A., the following is resolved:

**§ 1**

The Extraordinary General Meeting of the Supervisory Board of mBank S.A. decides to establish the number of members of the Supervisory Board of the current term of office as [.....] persons.

**§ 2**

The resolution comes into effect upon its adoption.

***regarding appointing a member of the Supervisory Board of mBank S.A.***

Pursuant to § 11 letter d) of the By-laws of mBank S.A., the following is resolved:

**§ 1**

1. The Extraordinary General Meeting of mBank S.A. elects ..... for the post of a Member of the Supervisory Board for the period starting from 18 September 2025, for the current term of office of the Supervisory Board.
2. The Extraordinary General Meeting of mBank S.A. judges that ..... possesses necessary knowledge, skills and experience required to fulfil the duties of a Member of the Supervisory Board and guarantees the proper fulfilment of these duties.

**§ 2**

The resolution comes into effect upon its adoption.

**Resolution No. ...**  
**XVII Extraordinary General Meeting**  
**of mBank S.A.**  
**18 September 2025**  
*Draft*

**regarding collective assessment of the suitability of members of the Supervisory Board of the Bank**

In connection with the wording of the "Methodology for assessing the suitability of members of the bodies of banks, entities managing protection systems, insurance companies, reinsurance companies, pension companies" issued by the Office of the Polish Financial Supervision Authority, the following is resolved:

**§ 1**

The Extraordinary General Meeting of Shareholders of mBank S.A. assesses that the Supervisory Board of mBank S.A. in the composition taking into account the changes made by resolutions adopted at this Meeting, meets the collective suitability criteria.

**§ 2**

The resolution comes into effect upon its adoption.

**Resolution No. ...**  
**XVII Extraordinary General Meeting**  
**of mBank S.A.**  
**18 September 2025**  
*Draft*

***regarding the costs of convening and holding the meeting***

Pursuant to Art. 400 § 4 of the Commercial Companies Code, the following is resolved:

**§ 1**

The Extraordinary General Meeting of Shareholders of mBank S.A. determines that the costs of convening and holding the meeting shall be borne by the company.

**§ 2**

The resolution comes into effect upon its adoption.

## Form for Individuals

### VOTING INSTRUCTIONS

**SHAREHOLDER** .....  
(NAME AND SURNAME)

**PROXY** .....  
(NAME AND SURNAME)

RESOLUTION REGARDING ELECTION OF THE CHAIRMAN OF THE MEETING

<input type="checkbox"/> FOR  Number of shares .....	<input type="checkbox"/> AGAINST <input type="checkbox"/> RAISING AN OBJECTION  Number of shares .....	<input type="checkbox"/> ABSTAIN FROM VOTING  Number of shares .....	<input type="checkbox"/> AT THE PROXY'S SOLE DISCRETION  Number of shares .....
<input type="checkbox"/> OTHER			

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RESOLUTION REGARDING INCREASING THE NUMBER OF MEMBERS OF THE SUPERVISORY BOARD OF MBANK S.A.

<input type="checkbox"/> FOR  Number of shares .....	<input type="checkbox"/> AGAINST <input type="checkbox"/> RAISING AN OBJECTION  Number of shares .....	<input type="checkbox"/> ABSTAIN FROM VOTING  Number of shares .....	<input type="checkbox"/> AT THE PROXY'S SOLE DISCRETION  Number of shares .....
<input type="checkbox"/> OTHER			

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RESOLUTION REGARDING APPOINTING A MEMBER OF THE SUPERVISORY BOARD OF MBANK S.A.

<input type="checkbox"/> FOR  Number of shares .....	<input type="checkbox"/> AGAINST <input type="checkbox"/> RAISING AN OBJECTION  Number of shares .....	<input type="checkbox"/> ABSTAIN FROM VOTING  Number of shares .....	<input type="checkbox"/> AT THE PROXY'S SOLE DISCRETION  Number of shares .....
<input type="checkbox"/> OTHER			

\*\*\*

RESOLUTION REGARDING APPOINTING A MEMBER OF THE SUPERVISORY BOARD OF MBANK S.A.

<input type="checkbox"/> FOR  Number of shares .....	<input type="checkbox"/> AGAINST <input type="checkbox"/> RAISING AN OBJECTION  Number of shares .....	<input type="checkbox"/> ABSTAIN FROM VOTING  Number of shares .....	<input type="checkbox"/> AT THE PROXY'S SOLE DISCRETION  Number of shares .....
<input type="checkbox"/> OTHER			



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RESOLUTION REGARDING APPOINTING A MEMBER OF THE SUPERVISORY BOARD OF MBANK S.A.

<input type="checkbox"/> FOR  Number of shares .....	<input type="checkbox"/> AGAINST <input type="checkbox"/> RAISING AN OBJECTION  Number of shares .....	<input type="checkbox"/> ABSTAIN FROM VOTING  Number of shares .....	<input type="checkbox"/> AT THE PROXY'S SOLE DISCRETION  Number of shares .....
<input type="checkbox"/> OTHER			

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RESOLUTION REGARDING COLLECTIVE ASSESSMENT OF THE SUITABILITY OF MEMBERS OF THE SUPERVISORY  
BOARD OF THE BANK

<input type="checkbox"/> FOR  Number of shares .....	<input type="checkbox"/> AGAINST <input type="checkbox"/> RAISING AN OBJECTION  Number of shares .....	<input type="checkbox"/> ABSTAIN FROM VOTING  Number of shares .....	<input type="checkbox"/> AT THE PROXY'S SOLE DISCRETION  Number of shares .....
<input type="checkbox"/> OTHER			

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RESOLUTION REGARDING THE COSTS OF CONVENING AND HOLDING THE MEETING

<input type="checkbox"/> FOR  Number of shares .....	<input type="checkbox"/> AGAINST <input type="checkbox"/> RAISING AN OBJECTION  Number of shares .....	<input type="checkbox"/> ABSTAIN FROM VOTING  Number of shares .....	<input type="checkbox"/> AT THE PROXY'S SOLE DISCRETION  Number of shares .....
<input type="checkbox"/> OTHER			