



Bank Millennium S.A.

Date: 8th May 2015

Current Report No. 30/2015

SUBJECT: Candidates for the Bank Millennium S.A. Supervisory Board.

Bank Millennium S.A. ("Bank") informs that it has received from the shareholder Banco Comercial Portugues ("BCP") information about persons who are to be proposed for the Supervisory Board of the Bank at the General Meeting of the Bank convened for 21 May 2015 in Warsaw.

The candidates to be proposed are (in alphabetical order):

1. **Mr Nuno Manuel da Silva Amado** has a Licenciante Degree in Companies Organization and Management from ISCTE (Instituto Superior de Ciencias do Trabalho e da Empresa) and attended the Advanced Management Programme at INSEAD (France). From 1980 he worked at consulting (KPMG) and financial companies, between 2006 - 2012 he was Chairman of the Executive Committee and Vice-Chairman of the Board of Directors of Banco Santander Totta (Portugal). Since 2012 he has been Vice-Chairman of the Board of Directors and Chairman of the Executive Committee of Banco Comercial Portugues (BCP), Portugal. Since 20 April 2012 Deputy Chairman of the Supervisory Board of Bank Millennium S.A.

Mr Nuno Amado does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

2. **Ms Julianna Boniuk-Gorzelańczyk** graduated from the Faculty of Finances and Statistics at the Main School of Planning and Statistics (present name - Warsaw School of Economics) in Warsaw. She has the rights of certified auditor. In the years 1972 - 1990 she was employed in Wojskowe Centralne Biuro Konstrukcyjno - Technologiczne (previously: Zakład Produkcji Doświadczalnej przy WAT), working on different positions up to and including the position of Main Expert for Economic Matters. In the Management Board of Bank Millennium S.A. since 17 July 1989, Ms Boniuk-Gorzelańczyk supervised the following areas: operations, IT, management information and lately: finances and reporting, accounting control, taxes, administration and infrastructure, security and business continuity, legal, custody and fraud risk management. She was also sitting on supervisory boards of subsidiary companies. In 1991 she served as a banking intern in Standard Merchant Bank in Johannesburg. In 1993 she received a certificate from the Austrian Banking College, while in 2003 she attended a BCP Group seminar in INSEAD, Fontainebleau, France.

Ms Julianna Boniuk-Gorzelańczyk does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant in competitive companies nor as a member of the corporate authorities of such companies. She is not registered in the Register of Insolvent Debtors.

3. **Mr Miguel de Campos Pereira de Bragança**, has a Licenciante Degree in Management and Administration from the Catholic University of Portugal and MBA from INSEAD (France). Since

1989 he has worked at banks in Portugal, Brazil and Great Britain. Between 2008 - 2012 he was Director, responsible for the Financial, Planning and Control, Marketing and Products Areas at Group Santander Totta in Portugal. Since 2012 he has been Member of the Board of Directors and Vice-Chairman of the Executive Committee of Banco Comercial Portugues (BCP). Since 20 April 2012 he has been Member of the Supervisory Board of Bank Millennium S.A.

Mr Miguel Bragança does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Default Debtors.

4. **Ms Agnieszka Hryniewicz-Bieniek** graduated in Economics from the Warsaw School of Economics and completed post-graduate studies in Public Relations at the same School. She built her career in Marketing in international corporations. Her 11-year experience in this field is derived from working in a variety of industries: from FMCG (Johnson&Johnson), telecommunications (Deutsche Telekom), publishing (Gruner&Jahr) and entertainment (Disney). In 2008 she joined Google and currently oversees the company's strategy and business as Country Director. Her main responsibility is to manage Google's ads business in Poland across products and channels, and directly lead key customer, partner, and industry relationships. She is a founder member and the Audit Committee member of the Marketing 4 Business Association and actively supports women in Technology by serving as a mentor and coach for future women leaders in the industry.

Ms Agnieszka Hryniewicz-Bieniek does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant in competitive companies nor as a member of the corporate authorities of such companies. She is not registered in the Register of Insolvent Debtors.

5. **Ms Anna Jakubowski** graduated with a Bachelor of Business Administration (1990) from Wilfrid Laurier University, Waterloo, Ont. Canada. Her professional career started with Procter & Gamble (P&G) Canada (1991 - 1993), where she was a National Account Manager. Between 1993 and 1998 she held different positions, from Pharmacy Channel Manager to Trade Marketing Manager and Area Sales Manager in P&G Poland. In 1998 she became Regional Customer Business Development Manager in P&G Central Eastern Europe while between 1999 and 2007 she was New Business Development Manager and (from 2002) Strategy, Business Development Director in P&G Western Europe. She continued her career in Switzerland in the P&G the Fabric Care Division - (2007- 2011) as an Associate Director: Marketing. From 2011 she has connected her professional career with The Coca-Cola Company where she was the International Group Marketing/Strategy Director in Coca-Cola Hellenic Bottling Company (2011 - 2013), Business Capability Director in the Coca-Cola Company (2013) and currently (from 2013) she has held the following positions: Management Board Member in Multivita Sp. z o. o, Management Board Member - Managing Director in Coca-Cola Balti Jookide AS, Management Board Member - Managing Director in Coca-Cola Poland Services Sp z o.o. and Franchise General Manager - Poland/Baltics The Coca-Cola Company. She has also been involved with the following organizations and associations: Women's International Networking Leadership Forum (2004 - 2012), Board of Advisors, Organization of Women in International Trade, Board of Directors (2005 - 2010) and in 2008 as an Executive Vice President as well as in 2009 as the President, Geneva Women in International Trade as the President (2005 - 2010). In 2011 she was awarded the TIAW - The World of Difference 100 Award (Recognizing individuals whose efforts have advanced the economic empowerment of women), and currently (from 2015): is a Board Member of the American Chamber of Commerce in Poland (Warsaw, Poland) and Patron Member in Polish - Canadian Chamber of Commerce.

Ms Anna Jakubowski does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant in competitive companies nor as a member of the corporate authorities of such companies. She is not registered in the Register of Insolvent Debtors.

6. **Mr Grzegorz Jędrys** graduated of the Production Economics Faculty of Warsaw School of Economics and of a post-graduate course at Warsaw School of Economics in Strategic Marketing Management as well as real estate agency operation. Moreover, Mr G. Jędrys attended many

courses and training sessions, i.a. for candidates for members of supervisory boards of State Treasury companies (2008). He began his professional career in 1994 in the Housing Finance and Municipal Advisory Programme for Poland/PADCO - a joint Poland-USAID programme. In 1996 he worked as Manager of the Building Projects Financing Team in Polsko-Amerykański Bank Hipoteczny S.A. In 1997 - 1999 he was employed in Jedenasty Narodowy Fundusz Inwestycyjny S.A., initially as an Investment Analyst, then as Project Director. Between 1999 and 2005 he was Investment Director in Trinity Management Sp. z o.o. - a company which managed the assets of Jupiter NFI S.A. as well as Pekao Fundusz Kapitałowy Sp. z o.o. In 1997 - 2005 he sat on Supervisory Boards of many companies. Starting from 2005 he has been Head of the Poland's Representative Office of the Polish American Freedom Foundation. Since 11 April 2013 he has been Member of the Supervisory Board of Bank Millennium S.A.

Mr Grzegorz Jędrzyński does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

7. **Mr David H. Klingensmith** graduated from Tulane University New Orleans in economics and history. He continued his education at Johns Hopkins University School of Advanced International Studies Washington; between 1976 and 1978 he was an International Economist at the Office of International Development Banks of U.S. Department of the Treasury. In 1979 he joined the Chase Manhattan Bank where he worked till 1990 in several positions in different countries. Between 1991 and 1995 he worked at the Asian Development Bank as a Senior Investment Officer at the ADB's Private Sector Department Manila (1991 - 1994) and Head of the Credit Risk and Portfolio Group at the ADB's Private Sector Group Manila (1994 - 1995). From 1996 to 2013 he held several positions at the European Bank for Reconstruction and Development London in the area of risk management, finally in the position of Managing Director in the area of Risk Management. Between 2013 and 2015 he was an elected Independent Board Member at Romgaz (Romania). Simultaneously in 2014 he cooperated with KfW (German Development Bank) and the Bill and Melinda Gates Foundation. Currently he holds the following positions: Investment Committee Member Africinvest Financial Sector Fund (Tunis) (since 2014), Senior Advisor on Risk Governance, Nestor Advisors (London) (since 2015) and Independent consultant (since 2013) with expertise in banking, analysing and improving enterprise risks, corporate governance, investment appraisal, and risk training. Mr Klingensmith has extensive experience of working in different cultures and corporate environments in multiple sectors, both through involvement in investments as well as residence for extended periods in South America, Asia, Europe and the US.

Mr David H. Klingensmith does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

8. **Mr Bogusław Kott** graduated from the Foreign Trade Faculty at SGPiS (present name SGH - Warsaw School of Economics) in Warsaw. For many years he worked at the Ministry of Finance, specializing in foreign trade financing. He co-founded and co-organised Bank Millennium S.A., and from 1989 when the Bank was established, till 24 October 2013 was Chairman of the Management Board. Currently, he is the Chairman of the Supervisory Board of Bank Millennium S.A. Mr Bogusław Kott is also the Member of the Supervisory Board of Yareal Polska Sp. z o.o.

Mr Bogusław Kott does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

9. **Mr Andrzej Koźmiński** graduated from the Main School of Planning and Statistics - SGPiS (now the SGH Warsaw School of Economics) in Economics in 1963 and in 1964 graduated from Warsaw University in Sociology. Correspondent Member of Polish Academy of Sciences, for eighteen years Rector of Kozminski University in Warsaw, currently its President, Chairman of the ALK Board of Trustees, Head of the Management Chair until 2014; also performs the function of President of the Management Board of Międzynarodowa Szkoła Zarządzania S.A. In

1981 - 1987 he was the Dean of the Management Faculty at Warsaw University and in 1991 - 1996 he was the Director of the International Management Centre of Warsaw University. In 1990 - 1996 he was a lecturer at the University of California in Los Angeles, invited every year for a semester. In 1982 - 1989 he was a lecturer at the University in Orleans, France. Visiting professor in many renowned foreign universities. Professor of economic sciences, with specialisation in "organisation and management", he has published over 400 research papers in this area in many languages, including 47 books. He is an elected Member of the International Academy of Management, Academie Europeene and Academie des Sciences Commerciales in Paris and Warsaw Scientific Society. He is an Honorary Vice-President of the Central and East European Management Development Association (CEEMAN), until 2008 he was a member of the Accreditation Committee of the European Foundation for Management Development (EFMD) in Brussels and Member of the International Committee of the American Association of Collegiate Schools of Business (AACSB). Member of the Scientific Board of UNESCO CEPES (European Center for Higher Education in Bucharest). He is a Member of the Presidium of the Committee of Organisation and Management Sciences at the Polish Academy of Sciences and Member of the Prime Minister's Council for Social and Economic Strategy. Member of the Supervisory Board of Orange Polska S.A. Since 1 August 2000 Member of the Supervisory Board of Bank Millennium S.A.

Mr Andrzej Koźmiński does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

10. **Mr Miguel Maya Dias Pinheiro** graduated from Instituto Superior das Ciencias do Trabalho e da Empresa (ISCTE) with a Licentiate Degree in Corporate Organization and Management. He also completed the Corporate Senior Management Programme (PADE) - AESE and Advanced Management Programme - INSEAD. From 1987 to 1990 he held commercial and financial functions in an industry sector SME. Between 1990 and 1995 he was employed by Banco Portugues de Atlantico, with functions in the commercial and companies areas, in charge of coordinating the Economic and Financial Research Office. Since 1990 he has been working for BCP Group in several functions in Portugal and Spain. During the 2007 - 2009 period he was Head of the Office of the Chairman of the Executive Board of Directors of BCP. Between 2009 and 2012 he held the position of Member of the Executive Board of Directors of BCP and Member of the Board of Directors of Fundação Millennium BCP. Currently Vice-Chairman of the Executive Committee and Member of the Board of Directors of BCP, Chairman of the Board of Directors of Interfundos - Gestao de Fundos de Investimento Imobiliario, S.A., Manager of BCP Africa, SGPS, Lda and Member of the Board of Directors of Banco Millennium Angola, S.A. (Angola).

Mr Miguel Maya Dias Pinheiro does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

11. **Mr Dariusz Rosati** graduated in International Trade from the Main School of Planning and Statistics - SGPiS (now the SGH Warsaw School of Economics) in Warsaw. Professor of Economic Sciences, in the position of Full Professor in European Union Unit of the SGH Institute of Foreign Trade Policy and European Studies at SGH. Professor in the Lazarski University in Warsaw. In 1978 - 1979 he was a consultant at Citibank in New York. In 1985 - 1986 and 1987 - 1988 - founder and Director of the World Economy Research Institute at SGH. In 1986 - 1987 he was a Fulbright scholar at the University of Princeton (USA). In 1988 - 1991 he was the director of the Foreign Trade Research Institute. Since 1990 Professor of Economic Sciences at SGH. In 1991 - 1995 he worked in the UN Economic Commission for Europe in Geneva (Switzerland) as Head of the Central and Eastern European Section. In 1995 - 1997 the Minister of Foreign Affairs of the Republic of Poland. In 1978 - 1991, UNIDO consultant and member of numerous missions to developing countries. In 1988 - 1991 many times worked as an expert of the World Bank, the United Nations University World Institute for Development Economics Research (WIDER), International Labour Organisation and European Commission. Member of the Economic Reform Commission (1987 - 1989), team of the economic advisors to the Prime Minister (1988 - 1989), the Socio-Economic Strategy Council at the Council of Ministers (1994 - 1998). In years 1998 -

2006 Member of the Committee of Economics at the Polish Academy of Sciences. In years 1998 - 2004 Member of the Monetary Policy Council of the National Bank of Poland. In 2001 - 2004 he was a member of the Group of Economic Policy Advisors to the President of the EU Commission. From 2003 to 2005 Rector of the Lazarski University in Warsaw. In years 2004 - 2009 and currently (elected in 2014) Member of the European Parliament. Member of Parliament of the Republic of Poland of 7th term (2011 - 2014) - he performed the function of the Chairman of the Public Finance Committee. Author of more than 200 scientific papers and publications, including five books on economic policy. Member of the Supervisory Board of Bank Millennium S.A. since 27 May 2004.

Mr Dariusz Rosati does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

12. **Mr Rui Manuel da Silva Teixeira**, has a Licentiate degree in Electronic Engineering from the University of Oporto. From 1987 he held managerial positions at Banco Comercial Portugues (BCP). Between 2003 and 2006 he was a Member of the Management Board of Bank Millennium S.A. (Poland) and between 2009 and 2010 he was Deputy Chairman of the Management Board of Bank Millennium S.A. (Poland). Between 2011 and 2012 he was Member of the Executive Board of Directors of Banco Comercial Portugues. Since 2012 Member of the Board of Directors and Member of the Executive Committee of Banco Comercial Portugues, Portugal. Since 20 April 2012 Member of the Supervisory Board of Bank Millennium S.A.

Mr Rui Manuel Teixeira does not conduct any competitive activity in relation to the Bank, neither as a shareholder/participant of competitive companies nor as a member of the corporate authorities of such companies. He is not registered in the Register of Insolvent Debtors.

In the shareholder opinion the proposed candidates have proper knowledge, experience and skills for the function of member of the Supervisory Board of the Bank. Thus these persons satisfy criteria stipulated in the "Principles of Corporate Governance for supervised institutions".