

The Policy on disclosure of information on risk, own funds, capital requirements, remuneration policy and other information required by law and KNF recommendations



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Chapter I General provisions

1. That document (hereinafter: „Policy”) is to ensure compliance by Bank Millennium S.A. (hereinafter: „Bank”) of the requirements set out in the Part Eight “Disclosure of information by institutions” of CRR III¹, including disclosures of other information required by law or recommendations or guidelines of supervisory authorities, including the Polish Financial Supervisory Authority (hereinafter: KNF) and the European Banking Authority (hereinafter: EBA).
2. The Policy addresses the following issues related to disclosure of information:
 - 1) Non-material, proprietary or confidential information - disclosures’ restrictions,
 - 2) Frequency, scope, deadlines and responsible units,
 - 3) Means of disclosures,
 - 4) Uniform disclosure formats,
 - 5) Rules of verification and approval of disclosed information,
 - 6) Mode of periodical verification of the Policy.
3. The Management Board of the Bank (hereinafter: “Management Board”) is responsible for introducing the Policy and its implementation.
4. The Bank makes every effort to ensure that the disclosed information is up-to-date, reliable, consistent in time and comparable between banks, and that it reflects the actual state of affairs in terms of risk, own funds, capital requirements, remuneration policy and other areas of the Bank's Group. (hereinafter: Groups), in accordance with applicable law or recommendations or guidelines of supervisory authorities, including KNF.
5. The Bank makes every effort to ensure that the disclosed and announced information is presented in an understandable and transparent manner, and thanks to the information disclosed, market participants (shareholders, customers and other interested parties) receive a comprehensive picture of the Bank's and Group's risk profile, with which they can easily read and make the necessary analyzes. This information should also be provided to the public on an ongoing basis or at specified times, in particular by making it available on the Bank's website.
6. All quantitative disclosures shall be accompanied by a qualitative description and any other supplementary information that may be necessary for their users to understand the quantitative information disclosed, taking into account, in particular, any material changes to the information disclosed as compared to previously disclosed information.
7. As a rule, information disclosed in accordance with CRR III is presented annually in the annual reports on risk, capital and the Bank's remuneration policy (hereinafter: the Disclosure Document) as well as in the annual financial reports of the Bank and the Group and the annual reports of the Management Board on the Bank's activities and Groups. More frequent disclosures are included in risk exposure reports.
8. The Bank also publishes the disclosure document of the Banco Comercial Portugues Group (hereinafter: the BCP Group) on the website <http://www.bankmillennium.pl> the Investor

¹ Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012

Relations Section. The BCP Group disclosure document is published at least annually, immediately after disclosure by the BCP Group.

Chapter II Scope of disclosed information

9. The Bank publishes the information required in Part Eight of CRR II in the Disclosure Document, based on the highest domestic level of consolidation (Bank Millennium S.A. Group). The Bank is a large subsidiary of an EU parent institution based on art. 4.1.147 of CRR III and pursuant to Art. 13.1 CRR III publishes the information specified in:
 - 1) art. 437 CRR III (own funds)
 - 2) art. 438: own funds requirements and risk-weighted exposure amounts
 - 3) art. 440: countercyclical buffers
 - 4) art. 442: exposures to credit risk and dilution risk
 - 5) art. 449a: environmental, social and governance risks (ESG risks)
 - 6) art. 449b: aggregate exposure to shadow banking entities
 - 7) art. 450: remuneration policy
 - 8) art. 451: leverage ratio
 - 9) art. 451a: liquidity requirements
 - 10) art. 453: credit risk mitigation techniques.
11. The Bank discloses information on the application of the IRB approach to credit risk, in accordance with Art. 452 CRR III. The Bank discloses information on own funds and eligible liabilities, in accordance with art. 99a.6 of Banking Guarantee Funds Act.
13. The Bank's Management Board may decide to expand the scope of disclosed information.
14. The Bank publishes and announces information specified in the Banking Act.
 - 1) In Article 111 section 1, concerning the applicable interest rates on funds in bank accounts, credits and loans, applicable commission rates and amounts of fees charged, interest capitalization dates, applicable exchange rates, balance sheet with the audit report for the last period subject to audit, composition of the Management Board and Supervisory Board, names of persons authorized to incur liabilities on behalf of the Bank or the Bank's organizational units;
 - 2) In Article 111a(1), concerning the activities broken down by Member State and third country in which it has subsidiaries on a consolidated basis, information on the rate of return on assets calculated as the quotient of net profit and the balance sheet total and information on the conclusion of the agreement referred to in Article 141t(1), the parties to the agreement, its subject matter and costs, if it operates in one of the holding companies referred to in Article 141f(1), or on the absence of such an agreement;
 - 3) In Article 111a paragraph 4, concerning the description of the management system, including the risk management system and internal control system and the remuneration policy, information on the appointment of a remuneration committee, as well as information on compliance by members of the supervisory board and the management board with the requirements specified in Article 22aa;

- 4) In art. 111b sec. 1, concerning entrepreneurs or foreign entrepreneurs referred to in art. 6a sec. 1 and 7 of the Banking Law, provided that when performing the activities referred to in these provisions for the benefit of an organizational unit of a bank or another entrepreneur or foreign entrepreneur, they obtain access to information protected by banking secrecy.
15. The Bank publishes and discloses the information specified in the PFSA recommendations:
 - 1) Recommendation M on operational risk management in banks, in particular regarding the total gross losses from operational risk in a given year, broken down by event class, and mitigation measures;
 - 2) Recommendation P on financial liquidity risk management in banks, in terms of quantitative and qualitative information regarding the Bank's liquidity risk management and its liquidity position;
 - 3) Recommendation Z on internal governance principles for banks, in particular regarding the adopted conflict of interest management policy and the maximum ratio of the average total gross remuneration of Management Board members in an annual period to the average total gross remuneration of other Bank employees, as specified in the Bank's remuneration policy;
 - 4) Recommendation R on the principles for classifying credit exposures, estimating and recognizing expected credit losses, and credit risk management, in particular taking into account the guidelines contained in Recommendation No. 36.

Chapter III Irrelevant, proprietary, confidential information

16. The Bank may omit one or more of the disclosures required in accordance with the required scope of disclosures, set out in Part Eight of CRR III, if the information subject to such disclosures is considered immaterial. To deem information to be irrelevant requires a decision of the Bank's Management Board included in the resolution approving the disclosure document.
17. Information is considered immaterial if its omission or incorrect disclosure cannot change or influence the assessment or decision of the user relying on that information when making economic decisions.
18. The Bank may not omit the disclosure of the information specified in Art. 435.2.c (Diversity Policy for the Selection of Members of the Management Body) and Art. 437 (own funds) and 450 CRR III (remuneration policy).
19. The Bank may omit one or more of the disclosures required by the required scope of disclosures, set out in Part Eight of CRR III, if the information subject to such disclosures is considered proprietary or confidential.
20. Information is considered proprietary if disclosing it to the public would weaken the competitive position of the Bank and / or the Group or it results from other regulations.
21. Information is considered confidential if the Bank and / or the Group have committed themselves to the client or other counterparty to keep the information confidential or it results from separate provisions.

22. The Bank may not omit the disclosure of the information specified in Art. 437 (own funds) and 450 CRR III (remuneration policy).
23. When assessing the materiality, proprietary or confidential nature of the disclosed information, the Bank follows the guidelines EBA/GL/2014/14².
24. The disclosure document contains an appropriate comment also in a situation where the Bank does not have the information required in accordance with the scope of disclosures set out in Part Eight of CRR III (for example due to the fact that a given type of activity is not carried out or a given method of risk measurement is not used), or the information is not applied to the Bank
25. The Bank does not publish information constituting a legally protected secret, i.e. information containing personal data, bank secret or business secret.

Chapter IV The frequency and dates of publications and organizational units responsible for publications

26. As regards information disclosed in accordance with the requirements of Part Eight of CRR III, the Bank discloses information in the form on tables/templates from Commission Implementing Regulation (EU) 2024/3172 of 29 November 2024 laying down implementing technical standards for the application of Regulation (EU) No 575/2013, and repealing the Commission implementing regulation (EU) No 2021/637, in accordance with the frequency of disclosure defined therein. Annual disclosures are presented in the Disclosure Document, and quarterly or semi-annually disclosures are presented in risk exposure reports.
27. As regards information on minimum own funds requirements and eligible liabilities, the Bank discloses information in the form of tables/templates from Commission Implementing Regulation (EU) 2024/618 of 6 June 2024³
28. Disclosures shall be published on or as soon as possible after the date of publication of the financial statements. The Bank strives to ensure that the dates of disclosure of information and publication of financial statements are as close as possible, taking into account the need to comply with the regulatory reporting requirements.⁴
29. The Bank's Risk Department (hereinafter: Risk Department) is responsible for the publication of information in accordance with the requirements of Part Eight of CRR III and Banking Guarantee Funds Act, in cooperation with other organizational units of the Bank.
30. If during the financial period an event significantly affecting the information subject to disclosure occurs, the Bank will announce the occurrence of such event in the form of a current report,

² Guidelines on the materiality, proprietary nature and confidentiality of the information disclosed and the frequency of disclosure pursuant to Art. 432 paragraph. 1, art. 432 paragraph. 2 and art. 433 of the CRR Regulation

³ Amending Implementing Regulation (EU) 2021/763 laying down implementing technical standards for the application of regulation (EU) No 575/2013 of the European Parliament and of the Council and Directive 2014/59/EU of the European Parliament and of the Council with regard to the supervisory reporting and public disclosure of the minimum requirements for own funds and eligible liabilities.

⁴ The deadlines for the publication of supervisory reports are set out in Commission Implementing Regulation (EU) 2024/3117 of 29 November 2024 laying down implementing technical standards for the application of Regulation (EU) No 575/2013 of the European Parliament and of the Council with regard to supervisory reports of institutions and repealing Implementing Regulation (EU) No 2021/451

pursuant to other regulations. If the information about the occurrence of such an event does not meet the criteria of information subject to publication in the form of a current report published in accordance with the relevant regulations applicable to public companies, then the Bank will announce such information on the website <http://www.bankmillennium.pl> in the Investor Relations Section.

31. The information specified in point 14 of the Policy is art. 111.1, 111.a. and 111.b.1 of the Banking Act are published by the responsible units specified in the Instructions for publishing content on the website of Bank Millennium S.A.⁵.
32. The information specified in point 15 of the Policy, i.e. regarding:
 - 1) Recommendation M on operational risk management in banks - are published and prepared by the Risk Department and are published with an annual frequency;
 - 2) Recommendation P on the management of banks' financial liquidity risk - are published and prepared by the Risk Department and are published with an quarterly, half-yearly and annual frequency;
 - 3) Recommendation Z on the principles of internal governance of banks -
 - a) Conflict of Interest Management Policies - published in a document presenting conflict of interest management, along with a description of the principles of conflict management, including their disclosure. The unit responsible for preparing and publishing the document is the Compliance Department;
 - b) the maximum ratio of the average total gross remuneration of the Management Board members in an annual period to the average total gross remuneration of other Bank employees - are published in the annual remuneration reports of the Management Board and Supervisory Board members of the Bank and prepared by the Human Resources Department.
 - 4) Recommendation R regarding the rules for classifying credit exposures, estimating and recognizing expected credit losses and credit risk management - are prepared by the Risk Department and published in the Management Board Report constituting an element of the Annual Report

Chapter V Ways and means of disclosing information

33. Information disclosed in accordance with Part Eight of CRR III and Banking Guarantee Funds Act is disclosed by the Bank in the following documents:
 - 1) The disclosure document entitled "Report on capital adequacy, risk and remuneration policy of the Bank Millennium SA Capital Group", published once a year on the date connected with the publication date of the annual financial report. The document is published on the Bank's website, in the section "About the Bank", in the subsection "Investor relations", "Capital adequacy";

⁵ The instruction is attached to the Managing Note No. NZ / 97/21

- 2) reports on risk exposure included in Annex 1 to the Policy (hereinafter: interim data). Reports are published on the Bank's website, in the section "About the Bank" in the subsection "Investor relations" "Capital adequacy";
 - 3) annual financial reports of the Bank and the Capital Group of Bank Millennium S.A. and annual reports of the Management Board on the activities of the Bank and the Capital Group of Bank Millennium S.A. Reports and statements are published on the Bank's website, in the section "About the Bank" in the subsection "Investor relations" "Financial reports";
 - 4) in other documents, including current or quarterly reports published on the Bank's website.
34. The information specified in Art. 111.1 and 111.b.1 of the Banking Act (point 12 of the Policy) are published on the Bank's website, in the section "About the Bank" in the subsection "Information required by law";
35. Information specified in the recommendations of the Polish Financial Supervision Authority (point 15 of the Policy) is published on the Bank's website,
- 1) Recommendation M - in the Disclosure Document;
 - 2) Recommendation P - in the Disclosure Document and in risk exposure reports and financial reports and statements;
 - 3)
 - a)
 - b) with regard to the maximum ratio of the average total gross remuneration of the Management Board members in an annual period to the average total gross remuneration of other employees of the Bank - in annual reports on remuneration of Members of the Management Board and Supervisory Board of the Bank, in the "Documents" section.
36. The Bank submits to the EBA the information that is subject to disclosure under Part Eight of CRR III⁶.
37. Information is transmitted to the EBA through the single point of access⁷ to information disclosed by institutions.

Chapter VI Rules for accepting, reviewing the Policy as well as verifying and approving published information

38. The Policy is adopted by the Management Board and then approved by the Bank's Supervisory Board (hereinafter: the Supervisory Board).
39. This Policy is subject to review and possible update at least once a year.
40. The Policy Review is performed by Risk Department in cooperation with other units of the Bank.

⁶ In accordance to Commission Implementing Regulation (EU) 2026/722 of 26 March 2026 amending the implementing technical standards laid down in Implementing Regulation (EU) 2024/3172 as regards the implementation and use by institutions, other than small and non-complex institutions, of the EBA single access point for their disclosures

⁷ Centralised web-based platform establish by EBA, in the meaning of art. 52 of preamble to Regulation (EU) 2024/1623 of the European Parliament and of the Council of 31 May 2024 amending Regulation (EU) No 575/2013 as regards requirements for credit risk, credit valuation adjustment risk, operational risk, market risk and the output floor

41. The Policy may be updated by the Management Board more than once a year, in particular in the event of a change in applicable law or the requirements and recommendations, recommendations or guidelines of supervisory authorities.
42. The results of the annual review of the Policy are approved by the Management Board and the Supervisory Board. Any changes to the Policy introduced by the Management Board in accordance with point 38 are approved by the Supervisory Board as part of the annual review.
43. The process of developing and the principles of verification of the Disclosure Document and interim data, including verification of information, are presented in Annex 2 to this Policy. The annex is not subject to publication due to its nature (internal technical procedure).
44. The disclosure document is approved by the Management Board, which declares that the information contained therein is factually correct, and the applied risk management systems are appropriate from the point of view of the Group and the Bank. The disclosure document is approved by the Risk Committee of the Supervisory Board.
45. Interim data are accepted by the Management Board, and the presented for information to Risk Committee of the Supervisory Board.
46. With regard to the information specified in Art. 111.1, 111.a and 111.b.1 of the Banking Act and the recommendations of the KNF, the relevant substantive units of the Bank, indicated in point 32 of Policy, as well as in the Instructions on publishing content on the Bank Millennium S.A. website, are responsible for their publication, preparation and verification in terms of correctness and completeness.