………………………………………………………… ………………………………………………

*(name and surname)* *(place and date)*

**STATEMENT BY A CANDIDATE TO THE SUPERVISORY BOARD OF KRUK S.A. OF WROCŁAW**

I consent to stand as a candidate to the Supervisory Board of KRUK S.A. (the “Company”) and I represent that:

1. There are no statutory impediments, particularly those referred to in Art. 18 and Art. 387 of the Commercial Companies Code, that would prevent me from being appointed to and serving on the Supervisory Board of KRUK S.A.
2. ***I meet/do not meet\**** *the independence criteria for a Supervisory Board member as set out in Annex II to the Commission Recommendation of February 15th 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board) (2005/162/EC):*
3. I do not hold, and I have not held in the past five years, the position of a member of the Management Board or other managerial position at KRUK Spółka Akcyjna of Wrocław, or at any of its subsidiaries, regardless of the legal form of such employment;
4. I am not, and I have not been in the past three years, employed by KRUK S.A. or any of its subsidiaries;
5. I do not receive, and I have not received, any additional remuneration of a significant amount from KRUK S.A. or any of its subsidiaries, save for the remuneration received by me as a member of the Supervisory Board;
6. I am not a shareholder holding 5% or more of total voting rights at the General Meeting of KRUK S.A.;
7. I do not in any way represent a shareholder holding 5% or more of total voting rights at the General Meeting of KRUK S.A.;
8. I do not maintain, and I have not maintained in the past year, any significant business relations with KRUK S.A. or with any of its subsidiaries, neither directly nor as a partner, shareholder, director or senior employee of an entity maintaining such relations;
9. I am not, and I have not been in the past three years, a partner or employee of the present or a former auditor of the Company or its subsidiary;
10. I am not a member of the management board at any other company where a member of KRUK S.A.’s Management Board is a supervisory board member, and I do not have other significant links with members of the Company’s Management Board through involvement in other entities or bodies;
11. I have not been a member of KRUK S.A.’s Supervisory Board for more than three terms of office;
12. I am not, and I have not been in the past three years, a spouse, cohabitating partner, or person related by blood or affinity to a member of the Management Board of KRUK S.A. or an employee holding a managerial position at the Company, or a person whose circumstances are as referred to in subparagraphs 1) - 9).
13. **I meet/do not meet\*** the following independence criteria for a Supervisory Board member, as set out in the Best Practice for WSE Listed Companies 2016:
14. I am not bound by a contract of employment or any similar contract with the Company or its subsidiary,
15. I do not have any actual and significant relationships\* with a shareholder holding 5% or more of total voting rights at the Company.
16. **I am not engaged** in any activities that are in competition with KRUK S.A.’s business.
17. **I am/I am not\*** a partner in a partnership under civil law or any other type of partnership competing with KRUK S.A., or a member of a governing body of a corporation or any other legal entity competing with the Company.
18. **I am/I am not\*** entered in the Register of Insolvent Debtors maintained under the Act on the National Court Register of August 20th 1997 (consolidated text: Dz.U. of 2017, No. 700, as amended).
19. **I meet/do not meet\*** the requirements for members of the Audit Committee of the KRUK S.A. Supervisory Board as set out in Art. 129.1 of the Act on Statutory Auditors, Audit Firms, and Public Oversight of May 11th 2017 (Dz.U. of 2017, item 1089, as amended) (the “Act on Statutory Auditors”), i.e. **I have/do not have\*** theknowledge of and skills in accounting\* or financial auditing\*, as confirmed by:

………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………

……………………………………………………………………………………………………………………………………………………………

*(you may provide details of your education, courses, training, certificates held)*

1. **I meet/do not meet\*** the requirements for members of the Audit Committee of the KRUK S.A. Supervisory Board as set out in Art. 129.5 of the Act on Statutory Auditors, i.e. **I have/do not have\*** the knowledge of and skills relevant for the industry in which KRUK S.A. operates, as confirmed by:

………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………

……………………………………………………………………………………………………………………………………………………………

…………………………………………………………………………………………………………………………………………………………….

*(you may provide details of your experience, education, courses, training, certificates held)*

1. Furthermore, **I meet/do not meet\*** the independence criteria for a member of the Audit Committee of the KRUK S.A. Supervisory Board as set out in Art. 129.3 of the Act on Statutory Auditors, i.e.:
2. I am not, and I have not been in the five years preceding the date of my appointment, a member of the senior management, including the Management Board or any other governing body, of KRUK S.A. or any affiliate thereof;
3. I am not, and I have been in the three years preceding the date of my appointment, an employee of KRUK S.A. or any affiliate thereof;
4. I do not have control of KRUK S.A. within the meaning of Art. 3.1.37.a–e of the Accounting Act of September 29th 1994, nor do I represent any persons or entities having control of KRUK S.A.;
5. I do not receive, and I have not received, any additional remuneration of a significant amount from KRUK S.A. or any of its affiliates, except for the remuneration which I have received as a current member of the Company’s Supervisory Board;
6. I do not maintain, and I have not maintained over the year preceding the date of my appointment, any significant business relations with KRUK S.A. or any affiliate thereof, either directly or as the owner, a partner, a shareholder, a member of the supervisory board or of any other supervisory or control body, or a member of the senior management, including the management board or any other governing body, of an entity maintaining such relations;
7. I am not, and I have not been in the two years preceding the date of my appointment:
	* 1. the owner, a partner (including general partner) or a shareholder of the audit firm currently or formerly engaged to audit the financial statements of KRUK S.A. or any affiliate thereof; or

b) a member of the supervisory board or of any other supervisory or control body of the audit firm currently or formerly engaged to audit the financial statements of KRUK S.A.; or

c) an employee or member of the senior management, including the management board or any other governing body, of the audit firm currently or formerly engaged to audit the financial statements of KRUK S.A. or any affiliate thereof; or

d) any other individual engaged to provide services to or supervised by the currently or formerly engaged audit firm or a qualified auditor acting on behalf of that firm;

1. I am not a member of the management board or any other governing body of an entity whose supervisory board or any other supervisory or control body includes a member of the Management Board of KRUK S.A.;
2. I have not been a member of the Supervisory Board of KRUK S.A. for more than 12 years;
3. I am not married to, I do not cohabit with, and I am not related by blood or by direct or collateral affinity up to the fourth degree to a member of the Management Board of KRUK S.A. or a person referred to in subparagraphs 1–8;
4. I do not remain in a relationship of adoption, care or guardianship with a member of the Management Board of KRUK S.A. or with a person referred to subparagraphs 1–8.

I further undertake to promptly notify the Company in writing of any change in circumstances relevant to the representations set out above.

1. I hereby acknowledge that my image and curriculum vitae will be presented to KRUK S.A.’s shareholders and investors on KRUK S.A.’s website.

………………………………………………

*(signature)*