



current report no. 27/2013

date: 5 September 2013

Information on the cancellation of the public offering of shares in the Bank

Legal basis: Article 56 Section 1 Item 1 of the Act of 29 July 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to an Organized Trading System, and on Public Companies (Journal of Laws of 2005 No. 184, item 1539, as amended) – confidential information

NOT FOR RELEASE, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA OR JAPAN.

The Board of Executives of BNP Paribas Bank Polska S.A. (the "**Bank**") hereby informs that on 5 September 2013, upon consultation with the Global Coordinator (as defined in the prospectus of shares in the Bank approved by the Polish Financial Supervision Authority (the "**PFSA**") on 19 June 2013 (the "**Prospectus**")), it decided to:

- 1) cancel the Offering (as defined in the Prospectus) and not to apply for the admission and introduction to trading on the regulated market (main market) operated by the Warsaw Stock Exchange ("**WSE**") of the Bank's rights to series O shares and series O shares of the Bank. Considering improving prospects for the Polish economy and banking sector in the following quarters as well as the current market volatility linked to the recently published clarifications regarding the pension funds' reform proposed by the government, the Management Board of the Bank is of the opinion that finalizing the transaction after the Q3 2013 results of the Bank will give better opportunity to optimize the terms of the public offering to increase the free float of the Bank to 15% before the end of 2013 as undertaken to the Polish Financial Supervision Authority.
- 2) in consequence, no application for the admission and introduction to trading on the regulated market (main market) operated by the WSE of the Bank's series L, M and N shares shall be made on the basis of the Prospectus; the Bank shall reapply for the admission and introduction to trading on the regulated market (main market) operated by the WSE of the Bank's series L, M and N shares concurrently with the application for the admission and introduction to trading of the newly issued shares of the Bank, when the public offering is re-launched by the Bank.

Due to the cancellation of the Offering, the Offering was not completed.

Within the deadline prescribed by the provisions of law the Bank intends to submit to the PFSA an application for approval of the supplement no. 7 to the Prospectus, containing information on the cancellation of the Offering and the consequent non-completion of the Offering, and on resignation by the Bank from applying for admission and introduction of rights to series O shares, series O shares and series L, M and N shares in the Bank to trading on the regulated market (main market) operated by the WSE (the "**Supplement**"). Immediately upon approval of the Supplement by the PFSA, the Supplement will be published in the manner used to publish the Prospectus.

Due to the cancellation of the Offering by the Bank any received purchase orders for series O shares of the Bank will be deemed void, and all payments made will be refunded, without any interest or damages, no later than 14 days following the date of publication of the Supplement.

Disclaimer:

*This report constitutes fulfilment of the Bank's reporting obligations, is for informational and promotional purposes only and under no circumstances shall constitute an offer or invitation, or form a basis for a decision to invest in the securities of BNP Paribas Bank Polska S.A. (the "**Company**"). The prospectus (the "**Prospectus**") prepared in connection with the offering and admission of the Company's shares to trading on the Warsaw Stock Exchange was approved by the Polish Financial Supervision Authority and together with all published supplements and update reports is the sole legally binding offering document containing information about the Company and the offering of its shares in Poland (the "**Offering**"). The Prospectus has been published and is available on the Company's website <http://www.bnpparibas.pl> and on the website of the Offering Agent, Dom Maklerski Banku Handlowego S.A., <http://www.dmbh.pl>. Before making a decision to acquire the Company's shares in the Offering, the investors should carefully read the Prospectus with all published supplements and update reports.*

This report does not constitute a recommendation within the meaning of the Regulation of the Polish Minister of Finance Regarding Information Constituting Recommendations Concerning Financial Instruments or Issuers Thereof dated 19 October 2005.

This report (and the information contained herein) does not contain or constitute an offer of securities for sale, or solicitation of an offer to purchase securities, in the United States, Australia, Canada or Japan, or any other jurisdiction where such an offer or solicitation would be unlawful. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States or to U.S. persons. No public offering of the securities will be made in the United States.

This report is being distributed only to and is directed only at (a) persons outside the United Kingdom, (b) persons who have professional experience in matters relating to investments, i.e. investment professionals within the meaning of Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order"), and (c) high net worth companies, unincorporated associations and other persons to whom it may lawfully be communicated in accordance with Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons"). The securities will be available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be only with, relevant persons. Any person who is not a relevant person should not act or rely on this report or any of its contents.

Signatures of the Bank's representatives:

date	name	position/function	signature
5.09.2013	Frédéric Amoudru	president of the board	