



Conclusion of Amendment Agreements to the Subordinated Loan Agreements

current report no. 24/2017

date: 20 November 2017

With reference to current reports of BNP Paribas Bank Polska SA, no. 22/2012 dated 16 November 2012 and 24/2012 dated 12 December 2012, the Management Board of Bank BGŻ BNP Paribas S.A. ("the Bank") hereby announces that on 20 November 2017 the Bank concluded the following amendment agreements with BNP Paribas S.A., a French public limited company (société anonyme), having its registered office at 16 Boulevard des Italiens, 75009 Paris, registered with the Trade and Companies Register of Paris (Registre du commerce et des sociétés de Paris) under SIREN number 662 042 449:

- Amendment Agreement to the Fixed-Term Subordinated Loan Agreement dated 15 November 2012 of EUR 60 million, i.e. the equivalent of PLN 254.5 million at the National Bank of Poland (NBP) midrate as of 17 November 2017 (1 EUR = 4.2419 PLN), concluded by and between BNP Paribas Bank Polska S.A. and BNP Paribas S.A. Under the Amendment Agreement, the subordinated loan maturity is extended until 20 December 2027. The subordinated loan interest rate will be equal to 3-month EURIBOR plus margin.
- Amendment Agreement to the Fixed-Term Subordinated Loan Agreement dated 15 November 2012 of CHF 60 million, i.e. the equivalent of PLN 217.6 million at the National Bank of Poland (NBP) midrate as of 17 November 2017 (1 CHF = 3.6266 PLN), concluded by and between BNP Paribas Bank Polska S.A. and BNP Paribas S.A. Under the Amendment Agreement, the subordinated loan maturity is extended until 20 December 2027. The subordinated loan interest rate will be equal to 3-month LIBOR CHF plus margin.

Within three business days following the execution dates of the Amendments, the Bank will apply to the Polish Financial Supervision Authority (Komisja Nadzoru Finansowego, "KNF") for consents to the extension of the subordinated loans term to qualify funds under subordinated loans as the Bank's Tier 2 instruments referred to in Article 63 of 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 (OJ L 176, 27.06.2013 page 1, as amended). Should the Bank fail to obtain the above KNF's approvals by 19 December 2017 at the latest, the annexes (amendments) will not enter into force, and the subordinated loan agreements will continue to apply in the current version.

Legal basis

Article 17, item 1 of the MAR Regulation