



BGZ BNP PARIBAS

Acquisition of shares by EBRD

current report no. 67/2018

date: 5 November 2018

The Management Board of Bank BGŻ BNP Paribas S.A. (the "**Bank**") further to current report No. 61/2018 dated 31 October 2018 regarding registration of the demerger of Raiffeisen Bank Polska S.A. ("**RBPL**") and the Bank's earlier current report No. 18/2018 dated 10 April 2018 regarding the execution on 10 April 2018 of the transaction agreement by the Bank with Raiffeisen Bank International AG ("**RBI**") and BNP Paribas SA ("**BNPP**") for the acquisition by the Bank of the core business of RBPL and indicating among others, that promptly after the registration of the Bank's share capital increase in connection with the demerger by the relevant registry court, the new registered ordinary shares issued by the Bank in exchange for the RBPL core business and allocated to RBI will be acquired from RBI by BNPP or a third party or parties nominated by BNPP, hereby gives notice that on 5 November 2018 the Bank entered into the Framework Agreement with the European Bank for Reconstruction and Development ("**EBRD**") relating to EBRD's proposed equity investment in the Bank. Under the Framework Agreement the Bank undertook to comply with certain EBRD policies and requirements applicable to all recipients of EBRD funding.

In addition, on 5 November 2018, the Management Board of the Bank learned that on 5 November 2018 EBRD acquired a circa 4.5 per cent stake in the Bank's shares with an investment of PLN 430 million about which EBRD has also informed in its press release.

Considering the above, and further to, among others, current reports No. 65/2018 and No. 66/2018 dated 5 November 2018 regarding the notifications by respectively, RBI and BNPP on the change in their share in the total number of votes in the Bank, the Management Board hereby gives notice that as a result of transactions on the Bank's ordinary registered shares, RBI sold its entire 9.8% stake in the share capital and in the total number of votes in the Bank to both BNPP and EBRD. Therefore, the current composition of the Bank's shareholding is as follows: BNPP Group 88.8%, EBRD 4.5% and other minority shareholders 6.7%.

Legal basis

Article 17 item 1 of Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC.