

Notification from two shareholders of BNP Paribas Bank Polska S.A. regarding the commencement of the sale of a portion of their shares in BNP Paribas Bank Polska S.A. through an accelerated book-building process

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The Management Board of BNP Paribas Bank Polska S.A. (the "Bank") announces that on May 31, 2021, it was notified by two of the Bank's shareholders, BNP Paribas SA and Rabobank International Holding B.V. (the "Shareholders") (the "Notification"), that an accelerated book-building process directed to selected investors meeting specified criteria (the "ABB") has begun. The purpose of the ABB is the sale by the Shareholders of no more than 7,472,786 ordinary bearer shares in the Bank constituting jointly no more than 5.07% of the shares in the Bank's share capital and representing no more than 5.07% of the total number of votes in the Bank (the "Sale Shares"), out of which:

1. BNP Paribas SA offers for sale in the ABB no more than 1,858,911 Sale Shares, representing no more than 1.26% of the shares in the Bank's share capital and in the total number of votes in the Bank; and
2. Rabobank International Holding B.V. offers for sale in the ABB no more than 5,613,875 Sale Shares, representing no more than 3.81% of the shares in the Bank's share capital and in the total number of votes in the Bank.

Powszechna Kasa Oszczędności Bank Polski S.A. Oddział – Biuro Maklerskie w Warszawie (PKO BP Securities) („BM PKO BP”) is acting as the Global Coordinator and the Bookrunner in relation to the ABB.

Pursuant to the Notification:

The ABB can be closed at any time. The Shareholders reserve the right to change the terms and dates of the ABB at any time, to suspend the ABB, and/or to cancel the ABB at any time.

The intention of BNP Paribas SA is to remain strategic investor in the Bank and to support the Bank in its further development. Upon the completion of the ABB and assuming that all of the Sale Shares indicated above have been sold:

1. BNP Paribas SA will directly hold 93,501,327 shares representing approximately 63.38% of the total number of shares and votes in the Bank, and together with the other entities of the BNP Paribas SA capital group it will hold 128,991,553 shares representing approximately 87.44% of the total number of shares and votes in the Bank; and
2. Rabobank International Holding B.V. will not hold any shares in the Bank.

In connection with the ABB, the Shareholders have undertaken towards BM PKO BP to comply with a lock-up undertaking in respect of the shares remaining in the Bank for a period of 90 days from the date of entering into the sale transactions within the ABB.

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Legal basis

Article 17, section 1 of the Market Abuse Regulation (MAR).