

**Announcement
of the Management Board of Bank BGŻ BNP Paribas Spółka Akcyjna
of the convention
of the Extraordinary General Meeting**

The Management Board of Bank BGŻ BNP Paribas Spółka Akcyjna (joint stock company) at Kasprzaka St. 10/16 (01-211 Warsaw), entered into the register of entrepreneurs of the National Court Register kept by the District Court for the capital city of Warsaw, 12th Commercial Department of the National Court Register, under the number KRS 11571, holding Taxpayer's ID No. (NIP): 526-10-08-546, having the fully paid-up share capital of PLN 84 238 318, (the "Company" or the "Bank"), pursuant to art. 398, art. 399 §. 1 in relation to art 402¹ § 1 of the Commercial Companies Code, convenes hereby **the Extraordinary General Meeting to be held on 15 December 2015, at 12.00**, at the registered office of the Company at Kasprzaka St.10/16 in Warsaw, room 012.

Agenda

1. Opening of the Meeting.
2. Election of the Chairperson of the Meeting.
3. Confirmation that the Meeting has been convened in a proper manner and that it is capable of passing resolutions.
4. Acceptance of the Agenda of the Meeting.
5. Passing resolutions on the amendments to the Articles of Association of Bank BGŻ BNP Paribas S.A. and on the adoption of the consolidated text of the Articles of Association of Bank BGŻ BNP Paribas S.A.
6. Closing of the Meeting.

In compliance with the requirements of Art. 402² of the Commercial Companies Code, the Management Board of the Company below notifies the Shareholders of participation in the General Meeting.

1. Right to request certain issues to be included in the agenda

A shareholder or shareholders representing at least 1/20 of the share capital is/are entitled to request certain issues to be included in the agenda for the Extraordinary General Meeting of the Company. A request should be presented to the Management Board of the Company not later than 21 days prior to the scheduled date of the General Meeting, i.e. by 24 November 2015 at the latest and should include reasons or a draft resolution regarding the proposed

item of the agenda. The request may be submitted to the registered office of the Company (Kasprzaka St. 10/16, 01-211 Warszawa, room 519) in writing or sent exclusively by e-mail at the following e-mail address: walne.zgromadzenie@bgzbnpparibas.pl

A shareholder or shareholders should prove that they hold a proper number of shares as at the day of making a request by enclosing a deposit certificate or notice of the right to participate in the General Meeting of the Company to the request; and in the case of shareholders being legal persons or organizational units without the legal personality, they should also confirm their entitlement to act on behalf of this entity by enclosing a current excerpt from the registry relevant for the person/unit.

In the case of shareholders presenting their requests by electronic means of communication, documents should be sent in PDF format.

Requests submitted by shareholders by means of electronic communication in other way than via the above-given e-mail address or failing to observe the above-specified requirements, do not result in any legal effects for the Company and as such, will not be taken into account.

2. Right to propose draft resolutions on the matters included in the agenda or the matters to be included in the agenda before the date of the meeting

A shareholder or shareholders representing at least 1/20 of the share capital may propose in writing, prior to the General Meeting, draft resolutions on the matters included in the agenda or on the matters to be included in the agenda, at the registered office of the Company at Kasprzaka St. 10/16 (01-211 Warszawa), room 519, or by means of electronic communication (in a manner and to the e-mail address (as given under paragraph 1 above). Draft resolutions forwarded by the shareholders by means of electronic communication in a way other than to the e-mail address (given under paragraph 1 above) or such draft resolutions forwarded failing to meet the requirements set out under paragraph 1) shall not result in legal effects for the Bank and as such, will not be taken into account.

3. Right to propose draft resolutions on the matters included in the agenda in the course of the meeting

Each of the shareholders empowered to attend the General Meeting may, during the General Meeting, propose draft resolutions on the matters included in the agenda.

4. Exercising the voting right by proxy

A shareholder may participate in the General Meeting and exercise his/her voting right in person or by proxy. A proxy template can be found on the website:

<http://www.bgzbnpparibas.pl> in section "Investor Relations/General Meeting/Extraordinary General Meeting – 15 December 2015".

The Company does not impose a requirement to grant proxy on the above mentioned form. The Company's Management Board informs, however, that if a shareholder grants a proxy right together with the voting instruction, the Company will not verify whether the proxies exercise the voting rights in line with the instructions received from the shareholders. The Management Board of the Company informs, therefore, that the voting instruction should be handed exclusively to the proxy.

The power to vote by a proxy should be granted in writing or electronically. The granting of the power to vote in an electronic way does not require an electronic signature verified using a valid qualified certificate.

If the proxy is granted electronically, a Shareholder is required to notify the Company of the granting of such a proxy in the electronic form, to the e-mail address: walne.zgromadzenie@bgzbnpparibas.pl by 14 December 2015, 12.00 Polish time, at the latest. In the case of sending a notification of such a proxy being granted in the electronic form, a shareholder or a person entitled to attend the General Meeting, shall send the following, to the e-mail address as specified above:

- 1) Personal certificate of entitlement to attend the General Meeting, and a scan of the ID or passport including the data enabling identification of the holder (natural person) or a scan of a copy of a register competent for the legal person or organizational unit without legal personality,
- 2) Text or scan of the proxy granted, including the data of the mandator or the persons acting on his behalf in accordance with the mandator's applicable representation rules.
- 3) Scan of the ID or passport (including data enabling identification of the holder) of the proxy being a natural person,
- 4) Scan of the register relevant for the legal person or organizational unit without legal personality,
- 5) E-mail address designated for communication with the shareholder or shareholder's proxy.

The above provisions apply to the notification of withdrawal of the proxy by way of electronic means of communication.

Notifications forwarded by the shareholders in a way other than to the e-mail address as given above or provided without meeting the requirements specified above do not result in legal effects towards the Company and as such, will not be taken into account.

Shareholders shall be allowed to attend the General Meeting upon presentation of an ID and the proxies – upon presentation of their IDs and valid proxy documents granted to them in writing or electronically (a proxy should present the proxy printout).

Representatives of legal persons or organizational units without legal personality should additionally present valid copies from proper registers specifying the persons empowered to represent those entities.

In case of documents drafted in a foreign language, such documents should be accompanied by their Polish sworn translation.

5. Possibility and way of attending the General Meeting by means of electronic communication

The By-laws of the General Meeting do not provide for participation in the General Meeting by electronic means of communication.

6. Way of speaking during the General Meeting by means of electronic communication

The By-laws of the General Meeting do not provide for speaking in the General Meeting by means of electronic communication.

7. Way of exercising the voting right by correspondence or by means of electronic communication

The By-laws of the General Meeting do not stipulate the possibility to exercise the voting right by correspondence or by means of electronic communication at the General Meeting.

8. Registration Day

29 November 2015 is a day of registering attendance at the General Meeting .

9. Right to participate in the General Meeting

Persons who are shareholders of the Company on the day of registering their attendance at the General Meeting are entitled to participate in the General Meeting.

In the case of shareholders entitled to participate in the General Meeting by virtue of dematerialized bearer shares, the persons entitled to participate in the General Meeting are the ones who apply for a personal certificate of entitlement to attend the General Meeting to

an entity running securities account not earlier than after announcing the convention of the Extraordinary General Meeting and on 30 November 2015 at the latest, and an entity running the securities account issues the personal certificate of entitlement to attend the General Meeting.

In case of the shareholders entitled to participate in the General Meeting by virtue of the registered shares, pledgees and usufructuaries who are entitled to the voting right, the persons entitled to participate in the General Meeting are the ones who are recorded in the Share Book of the Company sixteen (16) days prior to the date of the General Meeting (on the day of registering participation in the General Meeting).

The Company determines the list of shareholders entitled to participate in the General Meeting based on the list received from the National Depository for Securities and the Share Book.

According to art. 407 of the Commercial Companies Code, the list of shareholders entitled to participate in the Extraordinary General Meeting will be freely available for inspection on 10, 11 and 14 December 2015, between 8.00am. and 4.00pm. at the registered office of the Company, room 519. A shareholder may request that the list of shareholders entitled to attend the General Meeting should be sent free of charge via electronic mail to the address given by him.

10. Making documentation available

Persons entitled to participate in the General Meeting have an access to the full documentation which is to be presented at the Extraordinary General Meeting and draft resolutions at the registered office of the Company at Kasprzaka St. 10/16 (01-211 Warsaw), room 519, or on the Company's website at <http://www.bgzbnpparibas.pl> in section "Investor Relations/General Meeting/Extraordinary General Meeting – 15 December 2015".

11. Website address

The Company will provide access to all information regarding the General Meeting on the Company's website at <http://www.bgzbnpparibas.pl> investor Relations/General Meeting/Extraordinary General Meeting – 15 December 2015"

In the case of any questions or doubts related to the participation in the General Meeting please contact the Company by e-mail at: walne.zgromadzenie@bgzbnpparibas.pl.

The Bank provides for the proposed amendments to the Articles of Association and the current wording of the amended provisions:

1. § 2 Section 1 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“The Bank operates under the name of “Bank BGŻ BNP Paribas Spółka Akcyjna”. The Bank may use the short name of “Bank BGŻ BNP Paribas S.A.”, as well as a distinguishing graphic mark.”

shall be amended to read as follows:

“The Bank operates under the name of “Bank BGŻ BNP Paribas Spółka Akcyjna”. The Bank may use the short name of “Bank BGŻ BNP Paribas S.A.”, “BGŻ BNP Paribas S.A.”, as well as a distinguishing graphic mark.”

2. Change by revoking § 3 in the Articles of Association of the Bank with the following wording:

“The Bank may cooperate in the banking services market with other cooperative banks and banks associating cooperative banks.”

3. § 5 Section 3 item 1 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“receive or acquire shares and rights attached thereto, shares of other legal persons and participation units, participation certificates and titles in investment funds,”

shall be amended to read as follows:

“receive or acquire shares and rights attached thereto, shares of other legal persons and participation units in investment funds,”

4. § 5 Section 3 item 13 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“(deleted)”

shall be amended to read as follows:

“bank transfer services in the territory of the Republic of Poland in PLN utilizing or not the payment account maintained for the payer,”

5. § 11 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“The General Meeting shall be opened by the Chairman or Vice Chairman of the Supervisory Board. Should both of them be unable to open the General Meeting, the meeting shall be opened by a member of the Supervisory Board. Should any of those persons be absent the General Meeting shall be opened by the President of the Management Board or the person appointed by the Management Board. The General Meeting shall elect a Chairman from among the persons entitled to vote at the General Meeting or their proxies.”

shall be amended to read as follows:

“The General Meeting shall be opened by the Chairman or Vice Chairman of the Supervisory Board. Should both of them be unable to open the General Meeting, the meeting shall be opened by a member of the Supervisory Board. Should any of those persons be absent the General Meeting shall be opened by the President of the Management Board or the person appointed by the Management Board. The General Meeting shall elect a Chairman from among the persons entitled to vote at the General Meeting or their proxies.”

6. § 16 Section 1 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“The Bank Supervisory Board shall be composed of five to twelve members appointed for a joint three-year term of office by the General Meeting. The number of members of the Supervisory Board of the particular term of office shall be determined by the General Meeting. At least half of the members of the Bank Supervisory Board should have good knowledge of the banking market in Poland, i.e. they should have a good command of Polish and have gained the required experience on the Polish market.”

shall be amended to read as follows:

“The Bank Supervisory Board shall be composed of five to twelve members appointed for a joint five-year term of office by the General Meeting. The number of members of the Supervisory Board of the particular term of office shall be determined by the General Meeting. At least half of the members of the Bank Supervisory Board should have good knowledge of the banking market in Poland, i.e. they should have a good command of Polish and have gained the required experience on the Polish market.”

7. § 16 Section 5 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“In the case where due to the expiry of mandates of certain members of the Supervisory Board or in the case where the General Meeting is incapable of appointing one or more members of the Supervisory Board, the number of members of the Supervisory Board is lower than that specified in the resolution of the General Meeting appointing members of the Bank Supervisory Board, but no lower than 5 (five), the Supervisory Board will be able to adopt valid resolutions until its composition is supplemented. In such a case the Management Board shall immediately convene the General Meeting in order to supplement the composition of the Supervisory Board.”

shall be amended to read as follows:

“In the case where due to the expiry of mandates of certain members of the Supervisory Board or in the case where the General Meeting is incapable of appointing one or more members of the Supervisory Board, the number of members of the Supervisory Board is lower than that specified in the resolution of the General Meeting appointing members of the Bank Supervisory Board, but no lower than 5 (five), the Supervisory Board will be able to adopt valid resolutions until its composition is supplemented. In such a case the Management Board shall immediately convene the General Meeting in order to supplement the composition of the Supervisory Board. If the number of independent members of the Supervisory Board is lower than the number of independent members of the Supervisory Board specified in Section 3, and the number of the members of the Supervisory Board is not less than 5 (five), the Supervisory Board will be able to adopt valid resolutions until its composition is supplemented with an appropriate number of independent members. In such a case the Management Board shall immediately convene the General Meeting in order to

supplement the composition of the Supervisory Board with the appropriate number of the independent members.”

8. § 20 Section 1 item 1 letter d of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“expression of consent to the acquisition or disposal of real estate, a share in real estate or perpetual usufruct, if their value amounts at least to 5,000,000 (five million) zlotys, and moreover it is not related to the satisfaction of the Bank’s claims against its debtor, the granting of financing in the form of leasing or securing the Bank’s receivables,”

shall be amended to read as follows:

“expression of consent to the acquisition or disposal of real estate, a share in real estate or perpetual usufruct, if their value amounts at least to 5,000,000 (five million) zlotys, provided however, that the resolution of the Supervisory Board is not required when the acquisition or disposal of the real estate, interest in real estate or perpetual usufruct right is related to the satisfaction of the Bank’s claims against its debtor, securing the Bank’s receivables, or is subject to a lease agreement (umowa leasingu), in which the Bank is the financing party, including in particular any acquisition in the performance of the lease agreement, disposal after the termination of the lease terms or during the same, as well as disposal after the termination of the lease agreement concerning particular real estate, interest in real estate or perpetual usufruct right, regardless of the value of such real estate, interest therein or perpetual usufruct right,”

9. Change by revoking § 20 Section 1 item 1 letter l in the Articles of Association of the Bank with the following wording:

“approval of the Bank’s organizational regulation settled by the Management Board,.”

10. § 20 Section 3 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“The Supervisory Board represents the Bank in the agreements and disputes with the members of the Bank Management Board, acting through two members authorized by the Supervisory Board, providing that one of the members is the Chairman or the Vice Chairman of the Supervisory Board in the case of employment agreements and non-competition agreements, or through one member authorized by the Supervisory Board in the case of other agreements concluded with members of the Management Board,”

shall be amended to read as follows:

“The Supervisory Board represents the Bank in the agreements and disputes with the members of the Bank Management Board, acting through two members authorized by the Supervisory Board.”

11. § 20 Section 5 of the Articles of Association of Bank BGŽ BNP Paribas S.A. with the current wording:

“The Supervisory Board creates internal committees composed of members of the Supervisory Board, in particular with regard to the Bank’s internal audit. The organization, competencies and scope of the responsibilities of the internal committees are specified in the By-laws of the Supervisory Board. The duties of the Internal Audit Committee of the Bank include in particular the supervision over the operations of the Internal Audit Department,”

shall be amended to read as follows:

“The Supervisory Board creates internal committees composed of members of the Supervisory Board, in particular with regard to the Bank’s internal audit. The organization, competencies and scope of the responsibilities of the internal committees are specified in the By-laws of the Supervisory Board. The duties of the Internal Audit Committee of the Bank include in particular the supervision over the operations of the Internal Audit Line.”

12. § 20 Section 7 of the Articles of Association of Bank BGŽ BNP Paribas S.A. with the current wording:

“The Internal Audit Committee of the Bank shall include at least one member of Supervisory Board of the Bank, who shall fulfil conditions of independence stipulated in the Act of Law on the statutory auditors and their self-governing, entities authorized to audit the financial statements and on public supervision and who has qualifications on the field of accountancy and audit.”

shall be amended to read as follows:

“The Internal Audit Committee of the Bank shall include at least one member of Supervisory Board of the Bank, who shall fulfil conditions of independence stipulated in the Act of Law on the statutory auditors and their self-governing, entities authorized to audit the financial statements and on public supervision and who has qualifications on the field of accountancy and audit. The above requirement is deemed satisfied if the terms and conditions set forth in this paragraph are fulfilled by persons specified in Section 6.”

13. § 22 section 2 item 11 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“making decisions on purchasing or selling real estate or the perpetual usufruct right, if their value is lower than 5,000,000 (five million) zlotys, unless purchasing or selling real estate or the perpetual usufruct right is related to the satisfaction of the claims of the Bank against its debtors, securing the receivables of the Bank or granting of financing in the form of leasing, regardless of the value of the real estate or the interest in the real estate or the perpetual usufruct right;”

shall be amended to read as follows:

“making decisions on purchasing or selling real estate or the perpetual usufruct right, if their value is lower than 5,000,000 (five million) zlotys, however the resolution of the Management Board is not required when the acquisition or disposal of the real estate, interest in real estate or perpetual usufruct right is related to the satisfaction of the Bank’s claims against its debtor, securing the Bank’s receivables, or is subject to a lease agreement (umowa leasingu), in which the Bank is the financing party, including in particular any acquisition in the performance of the lease agreement, disposal after the termination of the lease terms or during the same, as well as disposal after the termination of the lease agreement concerning particular real estate, interest in real estate or perpetual usufruct right, regardless of the value of such real estate, interest therein or perpetual usufruct right,”

14. § 23 of the Articles of Association of Bank BGŻ BNP Paribas S.A. with the current wording:

“The resolutions of the Bank Management Board are adopted by ordinary majority of votes cast. In the case of an even number of votes the President of the Management Board shall cast the deciding vote. The resolution of the Bank Management Board concerning the adoption of the draft development strategy of the Bank requires the casting of the vote “for” by all members of Management Board.”

shall be amended to read as follows:

“The resolutions of the Bank Management Board are adopted by absolute majority of votes cast. In the case of an even number of votes the President of the Management Board shall cast the deciding vote.”

15. § 25 section 1 of the Articles of Association of Bank BGŽ BNP Paribas S.A. with the current wording:

“The President of the Bank Management Board manages the current activities of the Bank and represents the Bank Management Board against third parties, plus coordinates the work of the other members of the Bank Management Board, convenes the meetings of the Management Board and chairs the meetings, plus applies to the Supervisory Board for appointing further members of the Management Board. The President of the Management Board shall supervise in particular the Bank Management Area comprising, in particular, the Legal Department, Internal Audit Department, Compliance Department,”

shall be amended to read as follows:

“The President of the Bank Management Board manages the current activities of the Bank and represents the Bank Management Board against third parties, plus coordinates the work of the other members of the Bank Management Board, convenes the meetings of the Management Board and chairs the meetings, plus applies to the Supervisory Board for appointing further members of the Management Board. The President of the Management Board shall supervise in particular, the Legal Line, Internal Audit Line, Compliance and Control Line.”

16. § 27 of the Articles of Association of Bank BGŽ BNP Paribas S.A. with the current wording:

“1. Organizational entities of the Bank are:

- 1) The Bank’s Head Office consisting of: bureaus, departments, centres and the Management Board Office;*
- 2) regional centres and branches;*
- 3) other organizational units specified in the regulations mentioned in paragraph 2,*
- 4) representative offices and foreign branches.*

2. *The organizational structure of the Bank is determined by the organizational regulations determined by the Bank Management Board and approved by the Supervisory Board. The organizational structure of the Bank Head Office is specified by the regulations determined by the Bank Management Board.*”

shall be amended to read as follows:

“1. *Organizational entities of the Bank are:*

- 1) *The Bank’s Head Office consisting of: lines, bureaus, departments and teams,*
- 2) *branches,*
- 3) *brokerage house,*
- 4) *other organizational units specified in the regulations mentioned in paragraph 2,*
- 5) *representative offices and foreign branches.*

2. *The organizational structure of the Bank and Bank Head Office is determined by the organizational regulations determined by the Bank Management Board.*”

17. § 33 of the Articles of Association of Bank BGŽ BNP Paribas S.A. with the current wording:

1. *“The internal regulations of the Bank are issued in the following forms:*

- 1) *Resolutions of the General Meeting,*
- 2) *Resolutions of the Supervisory Board,*
- 3) *Resolutions of the Bank’s Management Board,*
- 4) *Circular letters of members of the Bank’s Management Board,*
- 5) *Circular letters of the Bank’s executive directors;*
- 6) *Circular letters of the persons authorized by the President of the Bank’s Management Board;*
- 7) *Circular letters of the directors of basic organizational units of the Bank Head Office;*
- 8) *By-laws of the Bank’s organizational units, issued by directors of the organizational units of the Bank;*
- 9) *Internal regulations issued by the Bank’s executive directors or directors of the basic organizational units of the Bank Head Office.*

2. *The power to issue internal regulations shall be conferred upon:*
- 1) *General Meeting - in the scope provided for in legal provisions as well as in the provisions of the Bank's Articles of Association,*
 - 2) *Supervisory Board - in the scope provided for in legal provisions as well as in the provisions of the Bank's Articles of Association,*
 - 3) *Management Board of the Bank - in the scope provided for in legal provisions, including the right to issue resolutions being templates of agreements, general terms and conditions of agreements and regulations, except for regulations of various promotions and competitions, as well as policies and methodologies, unless the Articles of Association of Bank provide otherwise,*
 - 4) *member of the Management Board of the Bank – with respect to management areas supervised by such a member of the Management Board specified in the organizational structure of the Bank, including the approval of templates of official letters and forms, operational manuals, procedures and official instructions, fees and commissions tables, interest rate tables, regulations of various promotions and competitions, as well as policies and methodologies to the extent specified by a resolution referred to in paragraph 3,*
 - 5) *executive directors of the Bank - with respect to lines supervised by such executive directors specified in the organizational structure of the Bank, including also the approval of the templates of official letters and forms, procedures and official instructions,*
 - 6) *persons authorized by the President of the Bank - in scope of stipulated in an authorization, including issuance in the form of circular letter of specimens of forms, procedures and official instructions,*
 - 7) *director of the organizational unit of the Bank – with respect to the issuance of by-laws of the organizational units of the Bank,*
 - 8) *director of the basic organizational unit of the Bank Head Office – with respect to the issuance of internal regulations in the form of circular letters and by-laws of basic organizational units of the Bank Head Office.*
3. *The detailed principles and methods of preparing, advising on, issuing (also approving) and circulating internal regulations within the Bank are determined by the resolution of the Management Board.”*

shall be amended to read as follows:

1. *“The internal regulations of the Bank are issued in the following forms:*
- 1) *Resolutions of the General Meeting,*
- 2) *Resolutions of the Supervisory Board,*
- 3) *Resolutions of the Bank's Management Board,*
- 4) *Circular letters of members of the Bank's Management Board,*
- 5) *Circular letters of the Bank's executive directors;*

- 6) *Circular letters of the persons authorized by the President of the Bank's Management Board;*
- 7) *Circular letters of the directors of basic organizational units of the Bank Head Office;*
- 8) *By-laws of the Bank's organizational units, issued by directors of the organizational units of the Bank;*
- 9) *Internal regulations issued by the Bank's executive directors or directors of the basic organizational units of the Bank Head Office.*

2. The power to issue internal regulations shall be conferred upon:

- 1) *General Meeting - in the scope provided for in legal provisions as well as in the provisions of the Bank's Articles of Association,*
- 2) *Supervisory Board - in the scope provided for in legal provisions as well as in the provisions of the Bank's Articles of Association,*
- 3) *Management Board of the Bank - in the scope provided for in legal provisions, including the right to issue resolutions being templates of agreements, general terms and conditions of agreements and regulations, except for regulations of various promotions and competitions, as well as policies and methodologies, unless the Articles of Association of Bank provide otherwise,*
- 4) *member of the Management Board of the Bank – with respect to management areas supervised by such a member of the Management Board specified in the organizational structure of the Bank, including the approval of templates of official letters and forms, operational manuals, procedures and official instructions, fees and commissions tables, interest rate tables, regulations of various promotions and competitions, as well as policies and methodologies to the extent specified by a resolution referred to in paragraph 3,*
- 5) *executive directors of the Bank - with respect to lines supervised by such executive directors specified in the organizational structure of the Bank, including also the approval of the templates of official letters and forms, procedures and official instructions,*
- 6) *director of the organizational unit of the Bank – with respect to the issuance of by-laws of the organizational units of the Bank,*
- 7) *director of the basic organizational unit of the Bank Head Office – with respect to the issuance of internal regulations in the form of circular letters and by-laws of basic organizational units of the Bank Head Office.*

3. The detailed principles and methods of preparing, advising on, issuing (also approving) and circulating internal regulations within the Bank are determined by the resolution of the Management Board.”

18. § 35 section 5 of the Articles of Association of Bank BGŽ BNP Paribas S.A. with the current wording:

“The Director of the Internal Audit Department shall report directly to the President of the Management Board.”

shall be amended to read as follows:

“The Executive Director of the Internal Audit Line shall report directly to the President of the Management Board.”

19. § 38 of the Articles of Association of Bank BGŽ BNP Paribas S.A. with the current wording:

1. *“The Bank keeps accounting on the basis of regulations in force in that respect.*
2. *The accounting organization and method is determined by the Bank Management Board.”*

shall be amended to read as follows:

“The Bank keeps accounting on the basis of regulations in force in that respect.”