

Resolution of the National Depository for Securities on the registration of the series I shares in Bank BGŻ BNP Paribas S.A. and setting the reference day

Current Report No. 45/2015 dated 7 May 2015

The Management Board of Bank BGŻ BNP Paribas S.A. (the "Bank", "BGŻ BNPP") (previously operating under the business name "Bank Gospodarki Żywnościowej S.A.") hereby announces that on 6 May 2015 the Management Board of the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.) ("NDS") adopted resolution No. 296/15 on the (i) registration in the depository for securities of 28,099,554 ordinary bearer series I shares in the Bank, with a nominal value of PLN 1 each, being registered as a result of the allotment of the Bank's shares made under § 217 of the Detailed Rules of Operation of the NDS, through the exchange of shares in BNP Paribas Bank Polska S.A. ("BNPP Polska") for shares in BGŻ BNPP with a 6:5 ratio, in connection with a merger of the Bank and BNPP Polska (the "Merger Shares"), pursuant to Article 492 § 1 item 1 of the Commercial Companies Code of 15 September 2000 (consolidated text: Journal of Laws of 2013, item 1030) through a transfer of all property (all assets, equity and liabilities) of BNPP Polska (the target company) to BGŻ BNPP (the bidding company), and (ii) awarding the Merger Shares an ISIN code PLBGZ0000010.

The Merger Shares will be registered subject to the condition that the company operating the regulated market adopts a decision on the introduction of these shares to trading on the same regulated market on which other shares in BGŻ BNPP, marked with ISIN code PLBGZ0000010, have been introduced to trading.

The Merger Shares will be registered within three days from the receipt by the NDS of the documents confirming the adoption of a resolution on the introduction of these shares to trading on the said regulated market, however not earlier than on the date indicated in the said decision as the date of the introduction of these shares to trading.

Additionally, the Management Board of the NDS concluded that upon the allotment of the Merger Shares, the registration accounts maintained in the depository for securities for the shares in BNPP Polska, marked with ISIN code PLPPAB000011, shall be closed.

Concurrently, with reference to the Current Report No. 35/2015 dated 29 April 2015 and the Current Report No. 36/2015 dated 30 April 2015, the Management Board of the Bank announces that based on the above resolution the Management Board of the NDS set the reference day at 7 May 2015.

Legal basis:

§ 34 section 1 of the Regulation of the Minister of Finance dated on 19 February 2009 regarding the current and interim reports issued by issuers of securities as well as the terms of considering as equivalent the information required by laws of a non-member state (consolidated text: Journal of Laws of 2014, item 133)