

# Changes in the composition of the Supervisory Board of Bank BGŻ BNP Paribas S.A.

## current report no. 59/2015

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The Management Board of Bank BGŻ BNP Paribas S.A. ("Bank") hereby announces that the Bank's Annual General Meeting held on 19 June 2015 appointed the following new members of the Bank' Supervisory Board:

- Jacques d'Estais – a representative of BNP Paribas Group, Deputy Chief Operating Officer, Member of the Executive Committee BNP Paribas Group,
- Monika Nachyła – a representative of Rabobank Group.

until the end of the current 3-year tenure which shall expire on the date of the Annual General Meeting held to approve the financial statements for the fiscal year 2015.

From 19 June 2015, the composition of the Bank's Supervisory Board is as follows:

1. Jean-Paul Sabet – chairman
2. Jarosław Bauc – independent member
3. Jacques d'Estais
4. Monika Nachyła
5. Michel Vial
6. Mariusz Warych – independent member

Hereby, the Bank discloses information on the expertise and experience of newly appointed members of the Bank's Supervisory Board:

### **Jacques d'Estais**

*a representative of BNP Paribas Group, Deputy Chief Operating Officer, Member of the Executive Committee BNP Paribas Group*

He graduated from École Supérieure des Sciences Économiques et Commerciales (ESSEC) in France.

Jacques d'Estais joined Paribas in 1983 as an account officer in the Commercial Banking department in Paris, subsequently moving on to Paribas's Treasury Department in 1986.

Early in 1988 he was transferred to Paribas London as the Global Head of Interest Rate Options before being appointed Global Head of Equity Derivatives in 1991.

From 1995 he worked in Japan as General Manager of Paribas Capital Markets Japan and in January 1999 transferred back to London as Chief Operating Officer for Fixed Income.



In June 2000 Jacques d'Estais was appointed Global Head of Fixed Income for BNP Paribas. Fixed Income covers all bond, derivatives and FX activities worldwide.

In December 2005 Jacques d'Estais was appointed Head of Corporate and Investment Banking. From 2009 to 2011 he was Head of Investment Solutions.

In December 2011, Jacques d'Estais was appointed to the Executive Committee of BNP Paribas Group as Deputy Chief Operating Officer supervising Investment Solutions, International Retail Banking and Personal Finance.

Since April 2015, he has been supervising International Financial Services encompassing Personal Finance (Cetelem), International Retail Banking, Insurance (Cardif), Asset Management (BNPP Investment Partners), Wealth Management and BNPP Real Estate.

From October 2014 Jacques d'Estais is a Member of the Board of Directors of LCH Clearnet Group, a clearing house.

Jacques d'Estais holds the following mandates in BNP Paribas Group companies:

- Management Board Member of BNP Paribas Suisse S.A.(since April 2009)
- Permanent representative of the company Klequatorze holding the function of BNP Paribas Securities Services (BP2S) Supervisory Board Chairman (since June 2011)
- BNP Paribas Cardif Management Board Member (since March 2009)
- Vice-Chairman of the BNP Paribas Real Estate Supervisory Board (since July 2014)
- President of BNP Paribas Investment Partners Management Board (since 2009, re-appointed the management board member in May 2012, and re-appointed the President in March 2012)
- Management Board Member at BNP Paribas Personal Finance (since March 2012)
- Director of BancWest Corp (since January 2013)
- Management Board Member of TEB Holding (since 27 March 2015)

Based upon the submitted statement, Mr. Jacques d'Estais does not run any activity competitive to the Bank, and is not a partner in a competitive company nor is he a member of a body of a company competing with the Bank and is not a member of any other legal competitive entity. Additionally, Mr. Jacques d'Estais is not entered in the Register of Insolvent Debtors.

## **Monika Nachyła**

*a representative of Rabobank Group*

She graduated from the Faculty of Foreign Trade at the Warsaw School of Economics (Szkoła Główna Handlowa). In 2007 she completed postgraduate studies in social psychology and in 2015 – the postgraduate studies in agriculture at the Warsaw University of Life Sciences (SGGW).

In the period 1991-1993 she worked as an auditor for Arthur Andersen Poland, and, subsequently, in the period 1993-1995, as a Senior Auditor and a Project Manager at Salustro Reydel France. Between 1995 and 2000 she served as a Finance Director at Sanofi (currently Sanofi-Aventis). Then, in the years 2000-2007 she was a Vice President for the Investment Portfolio Management and a Vice President for the Funds Management (a member of the Executive Committee) at Innova Capital (Private Equity/Venture Capital). From 2007 to 2011 she was a partner at Enterprise Investors (Private Equity/Venture Capital). In the years 2011-2013 she held the position of an independent member of the Supervisory Board and a



member of the Internal Audit Committee at Bank Gospodarki Żywnościowej SA (BGŻ). She was a Vice-President acting for the President of the Management Board of BGŻ, responsible for the area of the management of the bank from April 2013 to July 2013, and since July 2013 to April 2015 she was a Vice-President of the Management Board, responsible for the area of the strategy and development. In this position Ms Nachyła was responsible for the supervision of the Agro business line (from July 2013 to September 2014) and of the projects in the area of the operating risk. From August 2013 to June 2014 she supervised the process of the merger between BGŻ and Rabobank Polska. Until the end of April 2015 she was actively involved in the project of the integration of BGŻ and BNP Paribas Bank Polska SA.

Ms Nachyła has extensive professional experience, among others, in the domain of the private equity funds market, as well as in operational management and auditing. She has handled issues related to mergers and acquisitions, as well as the investor's supervision focused on building the value of the managed companies and the value for the shareholders. She has supervised management teams of companies in the countries of Central Europe, developed their strategies and set their implementation priorities. In those years she was active in the area of the relations with equity and institutional investors and was responsible for the compliance area in a company managing private equity funds. She created MIS reporting systems and supervised local and international IT implementation projects, as well as the projects regarding the change management and the organizational integration.

Ms Nachyła was also a member of the Management Board and the Chairperson of the Corporate Governance Committee at the Polish Private Equity and Venture Capital Association (Polskie Stowarzyszenie Inwestorów Kapitałowych).

She was a member of a special working team of the European Venture Capital Association (EVCA), established in order to develop reporting guidelines for the private equity sector, which are still in force. As a member of the working team of the editorial house Private Equity International, she is the author of a publication on the reporting requirements for the purposes of the Investor Relations in private equity funds.

Based upon the submitted statement, Ms. Monika Nachyła does not run any activity competitive to the Bank, and is not a partner in a competitive company nor is he a member of a body of a company competing with the Bank and is not a member of any other legal competitive entity. Additionally, Ms. Monika Nachyła is not entered in the Register of Insolvent Debtors.

*Legal basis:*

*§5 section 1 point 22 and §28 of the Ordinance of the Minister of Finance dated February 19, 2009 on the current and periodic reports disclosed by the securities issuers and on equivalence of information disclosures required by law of non-EU member states (consolidated text Journal of Laws of 2014, item 133)*