

# Current Report 16/2009

## FORTIS BANK

### Company's major shareholder parent entity change

Pursuant to Article 70 Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies dated July 29th 2005 (Dz.U. 2005 nr 184 poz. 1539) ("the Act")

the Board of Executives of Fortis Bank Polska S.A. having received on 13 May 2009 the Notification from **BNP Paribas S.A.**, with its registered office in Paris, 16 Boulevard des Italiens, 75009 Paris, France, registered in the Commercial Register under No. 662 042 449 RCS Paris ("**BNP Paribas**"),

hereby informs that BNP Paribas formally acquired indirectly on May 12, 2009, 16,738,712 shares in Fortis Bank Polska S.A., which represent approximately 99.81% of Fortis Bank Polska's share capital and carry the right to approximately 99.81% of the total vote at Fortis Bank Polska's general shareholders' meeting, as a result of acquisition of 263,586,083 shares in Fortis Bank S.A./N.V., with its registered office in Brussels, Belgium ("**Fortis Bank Belgium**") which represent 54.55% of Fortis Bank Belgium's share capital and voting rights.

Fortis Bank Belgium, BNP Paribas' subsidiary, holds directly 16,738,712 shares in Fortis Bank Polska, carrying the right to 16,738,712 votes which equal to approximately 99.81% of the total number of votes at the Fortis Bank Polska's general shareholders' meeting.

As a result of the abovementioned acquisition, BNP Paribas holds at present, through Fortis Bank Belgium, 16,738,712 shares, which represent approximately 99.81% of Fortis Bank Polska's share capital, carrying the right to 16,738,712 votes which equal to approximately 99.81% of the total number of votes at the Fortis Bank Polska's general shareholders' meeting.

BNP Paribas does not hold directly or indirectly any other shares in Fortis Bank Polska, except for any such shares that, from time to time, may be held temporarily by the BNP Paribas group entities performing financial intermediation services within the scope of their business activities.

Prior to the foregoing acquisition, BNP Paribas did not hold any shares in Fortis Bank Polska, either directly or indirectly, except for any such shares that, from time to time, may have been held temporarily by the BNP Paribas group entities performing financial intermediation services within the scope of their business activities.

In accordance with the received Notification, within 12 months from the abovementioned acquisition BNP Paribas does not intend to increase its shareholding in Fortis Bank Polska except where it is forced to do so by the provisions of law, in particular, within the scope of a tender offer for the sale or exchange of all remaining shares in Fortis Bank Polska, referred to in Article 74 Section 2 of the Act.

BNP Paribas may not effectively exercise voting rights attached to the shares held in Fortis Bank Polska until it fulfills the obligation to announce a tender offer, provided for in Article 74 Section 2 of the Act and until BNP Paribas obtains a permit from the Financial Supervision Commission to exercise voting rights at the general shareholders' meeting of Fortis Bank Polska pursuant to Article 25 Section 1 of the Act on the Banking Law of August 29, 1997 (Dz. U. of 2002, No 72, item 665, as amended).

*Signatures of the Bank's representatives:*

Date	Name and surname	Position/function	Signature
2009-05-14	Alexander Paklons	President of the Board	