

Warsaw, 31 October 2018

Notifying party:

BNP PARIBAS SA
16 boulevard des Italiens
75009 Paris, France

Bank BGŻ BNP Paribas S.A.
ul. Kasprzaka 10/16
01-211 Warsaw, Poland

Komisja Nadzoru Finansowego
Pl. Powstańców Warszawy 1
00-950 Warsaw, Poland

**NOTIFICATION OF THE CHANGE IN THE TOTAL NUMBER OF VOTES
IN BANK BGŻ BNP PARIBAS S.A.**

Acting on behalf of BNP PARIBAS SA, with its registered office in Paris, France, and the address 16 boulevard des Italiens, 75009 Paris, entered into Trade and Companies Register of Paris (*Registre du Commerce et des sociétés de Paris*), under the SIREN number 662 042 449 (the “**Company**”), pursuant to Article 69 Section 2 Item 2 in conjunction with Article 87 Section 5 Item 1) of the Act on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organized Trading System and Public Companies of 29 July 2005 (consolidated text: Dz. U. of 2018, Item 512, as amended) (the “**Polish Public Offering Act**”), we hereby notify you of the change in the total number of votes held directly and indirectly by the Company in Bank BGŻ BNP Paribas S.A. (the “**Bank**”).

The abovementioned change took effect on 31 October 2018, upon registration of the increase in the share capital of the Bank by PLN 49,880,600.00, by way of issuing 49,880,600 series L ordinary registered shares of the Bank with the nominal value of PLN 1.00 each – in the register of entrepreneurs of the National Court Register, by the District Court for the capital city of Warsaw, XII Economic Division of the National Court Register (the “**Registration**”).

As a result of the Registration, the Company directly acquired in total 35,433,546 series L registered shares in the Bank and therefore:

- a) 93,218,435 shares in the Bank are held directly by the Company; and
- b) 29,884,975 are held indirectly through the Company’s subsidiary, BNP Paribas Fortis SA/NV.

Prior to the Registration the Company held in total, directly and indirectly, 87,669,864 shares in the Bank (including 23,824,911 ordinary registered shares, 4 preference registered shares and 63,844,949 ordinary bearer shares), representing 89.88% of the Bank’s share capital. Such number of shares represented 87,669,864 votes and 89.88% of the total number of votes in the Bank. To this end:

- a) 57,784,889 shares in the Bank (including 17,824,911 ordinary registered shares, 4 preference registered shares and 39,959,974 ordinary bearer shares), representing 59.24% of its share capital and equivalent to 57,784,889 votes and 59.24% of the total number of votes in the Bank, were held directly by the Company; and
- b) 29,884,975 shares in the Bank (including 6,000,000 ordinary registered shares and 23,884,975 ordinary bearer shares), representing 30.64% of its share capital and equivalent to 29,884,975

votes and 30.64% of the total number of votes in the Bank, were held indirectly through the Company's subsidiary, BNP Paribas Fortis SA/NV.

After the Registration the Company holds in total, directly and indirectly, 123,103,410 shares in the Bank (including 59,258,457 ordinary registered shares, 4 preference registered shares and 63,844,949 ordinary bearer shares), representing 83.51% of the Bank's share capital. Such number of shares represents 123,103,410 votes and 83.51% of the total number of votes in the Bank. To this end:

- a) 93,218,435 shares in the Bank (including 53,258,457 ordinary registered shares, 4 preference registered shares and 39,959,974 ordinary bearer shares), representing 63.23% of its share capital and equivalent to 93,218,435 votes and 63.23% of the total number of votes in the Bank, are held directly by the Company; and
- b) 29,884,975 shares in the Bank (including 6,000,000 ordinary registered shares and 23,884,975 ordinary bearer shares), representing 20.27% of its share capital and equivalent to 29,884,975 votes and 20.27% of the total number of votes in the Bank, are held indirectly through the Company's subsidiary, BNP Paribas Fortis SA/NV.

The Company's share in the total number of votes in the Bank therefore changed by at least 1% of the total number of votes in the Bank.

Except for BNP Paribas Fortis SA/NV, the Company has no subsidiaries which hold shares in the Bank.

The Company is not a party to any agreement on the transfer of right to exercise voting rights vested in the Bank's shares, within the meaning of Article 87 Section 1 Item 3 Letter c) of the Polish Public Offering Act.

The Company does not hold any financial instruments which after their maturity date entitle or oblige its holder unconditionally to acquire shares, to which rights to vote are attached, already issued by the Bank, referred to in Article 69b Section 1 Item 1 of the Polish Public Offering Act.

The Company also does not hold any financial instruments related, directly or indirectly, to the Bank's shares that give rise to any economic consequences similar to consequences of the financial instruments specified in the preceding sentence, referred to in Article 69b Section 1 Item 2 of the Polish Public Offering Act.

Due to the fact that the Company does not hold any financial instruments referred to in Article 69b Section 1 Items 1 and 2 of the Polish Public Offering Act, the total number of votes in the Bank, as well as the total percentage share in the total number of votes in the Bank, referred to in Article 69 Section 4 Item 9 of the Polish Public Offering Act, correspond to the previously indicated number of votes attached to shares of the Bank held by the Company and the previously indicated percentage share of such votes in the total number of votes in the Bank, respectively.

On behalf of BNP PARIBAS SA

Xavier DOMEC, Attorney in fact
Name, position

Signature 