

Issuance of series M shares under the conditional increase of share capital and change in the value of share capital of BNP Paribas Bank Polska S.A.

current report no. 12/2023

date: 5 April 2023

The Management Board of BNP Paribas Bank Polska S.A. ("the Bank") hereby informs that in accordance with the statement No. 513/2021 of Krajowy Depozyt Papierów Wartościowych S.A. (the Central Securities Depository of Poland) ("the KDPW") dated 31 March 2021 (the Bank's current report No. 15/2021), amended by the statement of the KDPW No. 311/2022 dated 31 March 2022 on the amendment of the agreement concluded between the KDPW and the Bank to register the Series M Shares in the securities depository kept by the KDPW (the Bank's current report No. 11/2022) and resolution of the Management Board of the Warsaw Stock Exchange in Warsaw S.A. ("the WSE") No. 348/2021 dated 31 March 2021 (the Bank's current report No. 16/2021), based on clearing orders, as referred to in § 6 of the Detailed Rules of the KDPW Operations, 83,796 (eighty three thousand seven hundred ninety six) ordinary bearer series M shares with a nominal value of PLN 1.00 (one zloty) each ("Series M Shares") were registered by the KDPW, admitted to trading by the WSE and entered in securities accounts of the eligible persons on 5 April 2023.

The Series M Shares were issued under the conditional increase of the share capital of the Bank by way of Resolution No. 5 of the Extraordinary General Meeting of the Bank dated 31 January 2020, amended by Resolution No. 37 of the Ordinary General Meeting dated 29 June 2020. The Series M Shares were taken up as a result of exercise of rights attached to the registered series A3 subscription warrants, taken up previously ("Warrants"). Each Warrant entitled to take up one Series M Share.

Pursuant to Art. 451, § 2, second sentence of the Code of Companies and Partnerships, the allocation of the Series M Shares became effective upon their entry in the securities accounts of the eligible persons. In view of the above, pursuant to Art. 451, § 2 in conjunction with Art. 452, § 1 of the Code of Companies and Partnerships, rights attached to 83,796 (eighty three thousand seven hundred ninety six) Series M Shares in total, with the total nominal value of PLN 83,796 were acquired and the share capital of the Bank was increased from PLN 147,593,150 to PLN 147.676.946.

The increased share capital of the Bank amounts to PLN 147.676.946 (one hundred forty seven million six hundred seventy six thousand nine hundred forty six zlotys) and is divided into 147.676.946 shares with a nominal value of PLN 1.00 (one zloty), including:

- 15,088,100 series A shares;
- 7,807,300 series B shares;
- 247,329 series C shares;
- 3,220,932 series D shares;
- 10,640,643 series E shares;
- 6,132,460 series F shares;
- 8,000,000 series G shares;
- 5,002,000 series H shares;

- 28,099,554 series I shares;
- 2,500,000 series J shares;
- 10,800.000 series K shares;
- 49,880,600 series L shares;
- 258,028 series M shares.

Four series B shares are preference shares that bestow the right to acquire the payment of full nominal amount per share in the case of liquidation of the Bank after creditors' claims have been satisfied, before the payments per ordinary shares, where the payments may be insufficient to cover the nominal value of those shares as a result of the execution of the right of preference.

The total number of votes carried by the shares of the Bank amounts to 147.676.946 votes. The number of votes carried by the Series M Shares allocated in the year 2023 amounts to 83,796 votes, and the total number of votes carried by the allocated Series M Shares amounts to 258,028 votes.

The conditional increase of the share capital, after issuance of the Series M Shares, amounts to PLN 317,972 (three hundred seventeen thousand nine hundred seventy two zlotys).

As stipulated in Art. 452, § 4 of the Code of Companies and Partnerships, the Bank's Management Board will submit a list of the taken-up Series M Shares to the registration court to update the share capital entry of the Bank in the register of entrepreneurs of the National Court Register (KRS).

Legal basis

§ 5, item 8 in conjunction with § 13 of the Regulation of the Minister of Finance of 29 March 2018 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.