



Resolution concerning the series J bond issuance

Company: Alior Bank S.A.

Current report no: 43/2017

Date: July 25th, 2017

Legal basis: Art. 17 (1) of the MAR Regulation – confidential information

Content of the report:

The Management Board of Alior Bank S.A. with registered office in Warsaw ('the Company', 'the Bank' or 'the Issuer') hereby informs that after the completion of the book building process, started on the basis of the decision of the Management Board of July 7th, 2017, the Issuer informed about in the current report no 38/2017 of July 7th, 2017, the Issuer took a decision on the issue of bonds ('Bonds') under the bond issuance programme described in the current report no 68/2015 of August 10th, 2015. In relation with the foregoing, the Management Board of the Bank adopted a resolution on the issuance of series J bonds, the basic parameters of which were determined as follows:

1. The Company took a decision to issue not more than 250,000 (say: two hundred fifty thousand) series J ordinary bearer bonds without a documentary form of the nominal value of PLN 1,000 (say: one thousand Polish zlotys) each and the total nominal value not higher than PLN 250,000,000 (say: two hundred fifty million Polish zlotys). The bonds will be issued in accordance with Polish law and all legal relations ensuing from them will be governed by the Polish law.
2. The issue price of one Bond will be equal to its nominal value that will be equal to PLN 1,000 (say: one thousand Polish zlotys).
3. The Bonds will not be secured and will entitle exclusively to cash benefits. The Bonds will not have a documentary form pursuant to Art. 8 of the Bonds Act of January 15th, 2015 ('Bonds Act'), and the rights under the Bonds can be assigned without any restrictions.
4. The Bond issue will take place in accordance with the procedure provided for in Art. 33 (2) of the Bonds Act. The Bond acquisition proposals will be made to individually designated addressees whose number will not be higher than 149 persons. The Bonds are not and will not be an object of public offer of the Company and no application will be made to admit them to public trading on a regulated market.
5. The Bond issue date will be August 11th, 2017, and the Bond redemption date will be August 11th, 2020.
6. The Bonds will yield interest payable on a semi-annual basis. The Bond will yield variable interest determined on the basis of the WIBOR for six months deposits (WIBOR 6M), rate plus a margin of 1.19%.



7. The value of the obligations incurred by the Issuer in accordance with the unit financial statement as at the last day of the quarter preceding not more than 4 months of making available the acquisition proposal, ie as of March 31st, 2017, and is equal to PLN 54,005,238,000 (say: fifty four billion five million two hundred thirty eight thousand Polish zlotys).
8. The value of past due liabilities, in accordance with the unit financial statement, was set at the last day of the quarter preceding not more than 4 months of making available the acquisition proposal, ie as of March 31st, 2017 and is equal to PLN 0 (say: zero Polish zlotys).
9. Perspectives of shaping the Issuer's obligations until the total redemption of the bonds are as follows: the sum of liabilities of the Issuer to the redemption date will not exceed PLN 71,224,000,000 (say: seventy one billion two hundred twenty four million Polish zlotys).
10. The Bonds will be registered with the deposit of securities maintained by the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A. – ‘KDPW’) in accordance with Art. 5a (1) of the Financial Instrument Trade Act of July 29th, 2005. All activities related to the Bond registration with KDPW and the performance of rights under the Bonds registered with KDPW will be made by KDPW on the basis of an agreement made with the Company. In this regard, the Regulations of KDPW and the Detailed Rules of Operations of KDPW will apply.
11. The Company will apply for the admission of the Bonds to trading at an alternative trading system on the Catalyst market (‘ASO Catalyst’) maintained by the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A.) or BondSpot S.A. in accordance with ASO Catalyst regulations, the Company will inform about in the current report.

The Issuer informs that combined demand for the bonds of the Issuer, declared by the potential investors in the book building process, exceeded the level of PLN 400,000,000 (say: four hundred million Polish zlotys).

Legal basis: Art. 17 (1) of the Regulation (EU) No 596/2014 of the European Parliament and of the Council of April 16th, 2014 on market abuse (Market Abuse Regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC.