



## **Declaration on subscription for shares, execution of an Incentive Scheme.**

Current report no 40/2014 of 29 August 2014

Legal basis: Article 56 (1)(1) of the Polish Act on Public Offerings - inside information

Contents of the report: The Management Board of Alior Bank S.A. ("Bank") hereby informs that under the Incentive Scheme the Bank intends to initiate a procedure of the Banks' share capital increase by means of issue of the new ordinary series D shares with a total nominal value of PLN 201 000, constituting 0.6% of all rights to execute granted to participants of the Subscription Warrants Programme (nominal value of the program is PLN 33 312 500). New share issue will constitute 0.03% of all shares issued currently and applies to the Managers of the Bank not being the Bank's Board Members.

Statements of intent to exercise the rights granted by the Bank of Series A Subscription Warrants and taking up 20 100 (twenty thousand one hundred) of ordinary D series bearer shares ("D Series Shares"), with a nominal value of PLN 10.00 (ten zloty) each, with a total nominal value of PLN 201 000 (two hundred and one thousand zloty), at an issue price of PLN 61.84 (sixty one zloty and eighty four) per one Series D Share, were submitted on 29 August 2014.

Therefore the Bank intends to initiate a procedure of the Bank's share capital increase by means of issue of the new ordinary series D shares with a total nominal value of PLN 201 000 (two hundred and one thousand zloty) by way of conditional share capital increase of the Bank.

The new share issue is fully compliant with the assumptions of the Incentive Scheme providing for issue of three tranches of subscription warrants (Series A, B and C) as well as corresponding three tranches of the Bank's shares (Series D, E and F) of a total nominal value not exceeding PLN 33 312 500 (thirty three million three hundred and twelve thousand, five hundred zloty). The Stock Option Program has been described in details in the Offering Memorandum of the Bank approved as of 16 November 2012 as well as in all current reports published after the public offering.

The Bank will immediately apply with a relevant applications to National Depository of Securities (Krajowy Depozyt Papierów Wartościowych S.A.) and Warsaw Stock Exchange (Giełda Papierów Wartościowych) to register Series D shares as well as for the introduction of shares to stock exchange trading.

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