



Current report no. 10/2012 of 14 December 2012

Notification about transactions on the Bank's shares and change in the share in the total number of votes.

The Management Board of Alior Bank S.A. ("the Bank") hereby informs you about the following notifications received on 14 December 2012 under Art. 160 of the Act on trading in financial instruments of 29 July 2005:

1. Notification concerning:

- the acquisition on 7 December 2012 of 123,665 shares of the Bank at PLN 57 per share by Ms. Helene Zaleski, Chair of the Bank's Supervisory Board. The said transaction was concluded in the form of a subscription for and allotment of shares as part of the Bank's Initial Public Offering ("IPO");
- the acquisition on 10 December 2012 of 570,175 shares of the Bank at PLN 57 per share by the Zygmunt Zaleski Sticking Foundation, in which Ms. Helene Zaleski is a member of the Management Board. The said transaction was concluded in the form of a subscription for and allotment of shares as part of the IPO;
- the acquisition on 10 December 2012 of 250,000 shares of the Bank at PLN 57 per share by Astelia S.A., a company in which Ms. Helene Zaleski is a member of the Management Board. The said transaction was concluded in the form of a subscription for and allotment of shares as part of the IPO;
- the sale on 7 December 2012 by Alior Lux Sarl & CO S.C.A. of 2,279,214 shares of the Bank at PLN 57 per share, sale on 10 December 2012 of 12,200,786 shares of the Bank at PLN 57 per share, and transfer on 14 December of 2,414,118 shares of the Bank, as part of the incentive plan for the Bank's management. The two sale transactions mentioned above were concluded in the form of a subscription for and allotment of shares as part of the IPO. The general partner in Alior Lux Sarl & CO S.C.A. is Alior Lux Sarl, a company in which Ms. Helene Zaleski is the sole Management Board member;
- the sale on 10 December 2012 of 10,000,000 shares of the Bank at PLN 57 per share by Alis S.A., a company in which Ms. Helene Zaleski is a member of the Management Board. The said transaction was concluded in the form of a subscription for and allotment of shares as part of the IPO.

2. A notification concerning the acquisition on 7 December 2012 by Ms. Małgorzata Iwanicz-Drozdowska, who performs the function of a Supervisory Board member of the Bank, of 1,465 shares in the Bank at PLN 57 per share. The said transaction was concluded in the form of a subscription for and allotment of shares as part of the IPO.

3. A notification concerning the acquisition by Mr Henryk Baniowski, General Director of the Bank, of 6,653 shares in the Bank at PLN 45.60 per share. The said transaction was concluded in the form of a subscription for and allotment of shares as part of the IPO. The shares were allotted on 10 December 2012.

The Management Board of the Bank also hereby informs you about the following notifications received on 14 December 2012 under Art. 69(1)(2) of the Act on public offering and the terms and conditions for

Alior Bank Spółka Akcyjna
Aleje Jerozolimskie 94
00-807 Warszawa

Correspondence address:
Alior Bank SA
ul. Domaniewska 52
02-672 Warszawa

The District Court for the City of Warsaw
12th Business Department
KRS: 0000305178 REGON: 141387142
NIP: 1070010731
Share capital: PLN 512,500,000
(paid up in full)

The Management Board:
Wojciech Sobieraj - Chairman
Krzysztof Czuba - Deputy Chairman
Niels Lunderoff - Deputy Chairman
Artur Maliszewski - Deputy Chairman
Witold Skrok - Deputy Chairman
Cezary Smorszczewski - Deputy Chairman
Katarzyna Sułkowska - Deputy Chairman



introducing financial instruments to the public trading system and on public companies of 29 July 2005 (“the Offering Act”).

1. A notification concerning a change in the share in the total number of votes at the General Shareholders’ Meeting of the Bank received from Alis S.A. (“the Shareholder”), in which the Shareholder indicated that the change was a result of the sale of 10,000,000 shares of the Bank to institutional investors as part of the IPO. The sale was conducted on the OTC market on 10 December 2012 and settled on 12 December 2012. Before the IPO, the Shareholder held 10,000,000 shares, which represented 19.51% of the Bank’s share capital, and 10,000,000 votes at the General Shareholders’ Meeting, representing 19.51% of the total number of votes. As a result of the transaction, the Shareholder sold all shares of the Bank held. In the notification, the Shareholder also stated that it did not have any subsidiaries holding any shares in the Bank, and that it had not concluded any agreements for the transfer of voting rights within the meaning of Art. 87(1)(3)(c) of the Offering Act with respect to the Bank’s shares. The Shareholder is a subsidiary of Carlo Tassara S.p.A, which indirectly holds 100% of the shares in the Shareholder.
2. A notification concerning a change in the share in the total number of votes at the General Shareholders’ Meeting of the Bank received from Alior Lux Sarl & Co. S.C.A. (“the Shareholder II”), in which Shareholder II informed that the change was due to:
 - the direct sale of 2,279 of the Bank’s shares to individual investors as part of the IPO, conducted on the Warsaw Stock Exchange on 7 December 2012 and settled on 7 December 2012;
 - the direct sale of 12,200,786 of the Bank’s shares to institutional investors as part of the IPO, conducted on the OTC market on 10 December 2012 and settled on 12 December 2012;
 - the transfer of 2,414,118 of the Bank’s shares to the account of Luxco 82 S.a.r.l as part of an incentive programme for managers, conducted on the OTC market on 14 December 2012 and settled on 14 December 2012; and
 - the sale of 10,000,000 of the Bank’s shares to institutional investors as part of the IPO by a subsidiary of Shareholder II, Alis S.A., in which Shareholder II holds 100% of shares, concluded on the OTC market on 10 December 2012, settled on 12 December 2012.

Before the IPO, Shareholder II directly held 29,312,500 shares representing 76.71% of the Bank's share capital and 39,312,500 votes, representing 76.71% of the total number of votes. Moreover, Shareholder II held indirectly (through the subsidiaries Alis S.A. and Alior Polska Sp. z o.o.) 10,500,000 shares representing 20.49% of the Bank’s share capital and 10,500,000 votes representing 20.49% of the total number of votes, of which: Alis S.A. held 10,000,000 shares representing 19.51% of the share capital of Alior Bank and 10,000,000 votes representing 19.51% of the total number of votes, and Alior Polska Sp. z o.o. held 500,000 shares representing 0.98% of the Bank’s share capital and 500,000 votes representing 0.98% of the total number of votes. Overall, before the IPO, Shareholder II held directly and indirectly 49,812,500 shares representing 97.2% of the Bank’s share capital and 49,812,500 votes representing 97.2% of the total number of votes.

After the IPO, Shareholder II holds 22,418,382 shares representing 43.74% of the Bank’s share capital and 22,418,382 votes representing 43.74% of the total number of votes. A subsidiary of Shareholder II, Alior Polska Sp. z o.o., holds 500,000 shares representing 0.98% of the share capital of Alior Bank and 500,000 votes representing 0.98% of the total number of votes. Overall, at present, Shareholder II holds directly and



indirectly 22,918,382 shares representing 44.72% of the Bank's share capital and 22,918,382 votes representing 44.72% of the total number of votes.

Additionally, Shareholder II informed in the notification that it had not concluded any agreements for the transfer of voting rights within the meaning of Art. 87(1)(3)(c) of the Offering Act with respect to the Bank's shares.

Shareholder II is a subsidiary of Carlo Tassara S.p.A, which indirectly holds 100% of the shares in Shareholder II.

Legal basis: Art. 160(4) of the Act on trading in financial instruments Art. 69(1)(2) of the Act on public offerings and the terms and conditions of introducing financial instruments to the public trading system and on public companies.

Alior Bank Spółka Akcyjna
Aleje Jerozolimskie 94
00-807 Warszawa

Correspondence address:
Alior Bank SA
ul. Domaniewska 52
02-672 Warszawa

The District Court for the City of Warsaw
12th Business Department
KRS: 0000305178 REGON: 141387142
NIP: 1070010731
Share capital: PLN 512,500,000
(paid up in full)

The Management Board:
Wojciech Sobieraj - Chairman
Krzysztof Czuba - Deputy Chairman
Niels Lundorff - Deputy Chairman
Artur Maliszewski - Deputy Chairman
Witold Skrok - Deputy Chairman
Cezary Smorszczewski - Deputy Chairman
Katarzyna Sułkowska - Deputy Chairman

www.aliorbank.pl