



Satisfying a condition precedent to the share sale agreement concerning the shares of Meritum Bank ICB S.A.

Current Report No. 68/2014 of December 2, 2014

Legal basis: Article 56 Section 1 item 2 of the Offering Act – current and periodic information

Contents of the report: Further to the current report No. 65/2014 and in relation to the fact that the Extraordinary General Meeting of Alior Bank S.A. (the “**Bank**”) adopted a resolution on: conditional increase in the share capital of the Bank through issue of series H ordinary bearer shares with the deprivation of the pre-emptive right of current shareholders of the Bank in entirety, issue of series D subscription warrants with the deprivation of the pre-emptive right of current shareholders of the Bank in entirety and on amendments to the Bank’s Charter (the “**Capital Increase Resolution**”), as announced by the Bank in its current report No. 67/2014 of December 2, 2014, the Management Board of the Bank hereby announces that on December 2, 2014 one of the conditions precedent set out in the preliminary shares sale agreement of Meritum Bank ICB S.A. between the Bank and Innova Financial Holdings S. à r. l., WCP Coöperatief U.A. and the European Bank for Reconstruction and Development of October 20, 2014 as reported by the Bank in its current report No. 56/2014 of October 21, 2014 was satisfied.

Legal basis:

§ 5 Section 1 Item 4 of Ordinance of the Ministry of Finance dated 19 February 2009 on the current and periodical information delivered by the issuers of securities and on consideration as equivalent the information required by law of the countries outside the EU

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