

Potential acquisition of Meritum Bank

September 25th 2014



TRANSACTION OVERVIEW

meritu3ank"

- □ Strong Consumer Finance business (non-collateralized lending)
- □ Established and effective distribution of high margin loan products
- □ Innovative technological platform
- □ PLN 2,2 bn loan book



MERITUM BANK KEY FACTS

in PLN m	30.06.14
Total loans	2 485
Total deposits	2 718
Total assets	3 150
Distribution network (own + franchise)	187

- Accelerates growth and strengthens position in high margin consumer lending business
- Scale benefit from increased utilization of current Alior IT and Operations platform
- Significant additional revenue and cost synergies
- Consistent with Alior strategy and targets
- Limited and contained risks given track record in good execution

FINANCIAL CONSIDERATIONS

- Transaction to be financed by:
 - 1) Issue of new equity (up to 2,35 m shares) conditional upon regulatory approvals
 - 2) Cash component (TBD)
- Final price consideration to be announced nearer to the EGM