



Opening of Public Subordinated Bond Issuance Programme of Alior Bank S.A.

Current report no 97/2015 of 28 December 2015

Legal basis: Article 56 par. 1 subpar.1 of the Polish Act of 20 July 2005 on Public Offerings

Content of the report: The Management Board of Alior Bank S.A. ("the Bank") hereby informs you that on 28 December 2015 the Bank's Supervisory Board gave its consent to opening the Public Subordinated Bond Issuance Programme of Alior Bank S.A. ("Issuance Programme") as requested by the Bank's Management Board and authorized the Management Board to incurring financial commitments by way of issuing in a series not more than 800,000 unsecured, subordinated bearer bonds with the nominal value of PLN 1,000 each ("the Bonds") under the Issuance Programme.

1. The total nominal value of the Bonds issuing under the Issuance Programme will not exceed PLN 800,000,000 (eight hundred million zloty).
2. The Bonds will be issued and offered in a series over a period not exceeding 12 months from the date of approval by Polish Financial Supervision Authority of the base prospectus prepared in connection with the Issuance Programme.
3. Maturities of the Bonds issued under the Issuance Programme will range from 5 to 10 years as from issuance date of the given Bond series.
4. Benefits related to the Bonds will be purely monetary.
5. The bonds will be issued on the basis of art 33 (1) the Bonds Act.
6. The bonds will have no document form and will be registered in the securities register maintained in accordance with the rules of the Act of 29 July 2005 on Trading in Financial Instruments (Journal of Laws of the Republic of Poland of 2014., Pos. 94, as amended.) (the "Act on Trading") pursuant to the agreement with the National Depository for Securities (the "NDS") or a company indicated in Art. 5 paragraph 10 of the Act on Trading in case the NDS will transfer to it the duties of the scope of tasks referred to in Art. 48 par. 1 point 1 of the Act on Trading.
7. The terms of issue of each series of the Bonds shall include the provisions on their classification as a component of the own funds in accordance with the Regulation of the European Parliament and of the Council (EU) No 575/2013 of 26 June 2013 on prudential requirements for credit institutions and investment companies, amending Regulation (EU) No 648/2012 (Official Journal of the European Union L 176, 06.27.2013, p. 1).

The Management Board will apply for admission and introducing the Bonds to trading on the regulated market operated by the Warsaw Stock Exchange in Warsaw (the "Stock Exchange") within the framework of Catalyst system or introducing the Bonds to trading on the alternative trading system operated by the WSE or BondSpot within the Catalyst system.

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02-232 Warszawa

Adres do korespondencji:
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02-676 Warszawa

Sąd Rejonowy dla miasta st. Warszawy
XIII Wydział Gospodarczy
KRS: 0000305178, REGON: 141387142
NIP: 1070010731
Kapitał zakładowy: 727 074 630 PLN
(opłacony w całości)

Zarząd w składzie:
Wojciech Sobieraj – prezes Zarządu,
Małgorzata Bartler – wiceprezes Zarządu
Krzysztof Czuba – wiceprezes Zarządu
Joanna Krzyżanowska – wiceprezes Zarządu
Witold Skrok – wiceprezes Zarządu
Barbara Smalska – wiceprezes Zarządu
Katarzyna Sułkowska – wiceprezes Zarządu



At the same time, the Bank's Supervisory Board authorized the Management Board of the Bank to determine the final terms and conditions for issuing particular Bond series issued under the Issuance Programme, allotting the bonds to investors and taking all other necessary actions aimed at carrying out the Issuance Programme.

The Bank's Management Board intends to apply to Polish Financial Supervision Authority for approval of the base prospectus prepared in connection with public offerings and the application for admission and introduction of Bonds issued under the Issuance Programme to trading on the regulated market operated by the WSE under the Catalyst system.

Opening the Issuance Programme is giving the possibility of issuance of each bonds series to provide the safe level of total capital ratio (TCR) in connection with the increase of minimum capital requirements for banks as from 1 January 2016, according to the letter of PFSA dated October 22, 2015. In accordance with the recommendation the banks will have to maintain the capital ratios at the level at least 13.25% for TCR and 10.25% for Tier 1, as from 1 January 2016.

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