

**REPORT ON PERFORMANCE
OF GETIN HOLDING CAPITAL GROUP
FOR YEAR 2012**

Wrocław, dated 6 March 2013

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1. Principles for drawing up annual consolidated financial statements of Getin Holding Capital Group, description of Getin Holding Capital Group organization, including a list of consolidated units and changes in the Group's structure in the reporting period.

Consolidated annual report of Getin Holding Capital Group for the reporting period starting 01.01.2012 to 31.12.2012 comprises the following:

- Consolidated financial statement of Getin Holding Capital Group for the period from 01.01.2012 to 31.12.2012 and as of 31.12.2012 drawn up in accordance with the International Financial Reporting Standards approved by the EU (IFRS-EU), including: consolidated balance sheet, consolidated profit and loss account, consolidated total comprehensive income statement, consolidated statement of changes in equity, consolidated cash flow statement and notes to consolidated financial statement.
- Comparative financial data as of 31.12.2011 and for the 12-month period ended on 31.12.2011.
- Management Board's Report on performance of Getin Holding Capital Group for the period from 01.01.2012 to 31.12.2012.
- Statement made by the Management Board in compliance with Art. 91 (5) (4) of the Decree of the Minister of Finance dated 19.02.2009 on current and periodic information published by issuers of securities and on conditions under which such information may be recognized as being equivalent to information required by the regulations of law of a state which is not a member state.

1.1. General information.

Getin Holding S.A.

ul. Powstańców Śląskich 2-4

53-333 Wrocław

NIP 895-16-94-236

Share capital PLN 732,800,434 (fully paid up)

REGON 932117232

The main company's object is activity of financial holdings.

The entire Getin Holding Capital Group is controlled by dr. Leszek Czarnecki.

Getin Holding Capital Group (hereinafter referred to as "Getin Holding Capital Group", "Getin Holding Group", the "Capital Group" or "Group") comprises Getin Holding S.A., the parent company (hereinafter referred to as "Getin Holding" or the "Company") and its subsidiaries.

1.2. Organization of Holding Capital Group and list of consolidated units.

Getin Holding is a parent company in the diversified, dynamically growing Capital Group operating in the sector of financial services. The Company focuses on investment seeking out and implementing investment projects both in Poland and abroad, and increasing the value of the portfolio companies by corporate governance and their growth coordination.

Getin Holding Group comprises mainly financial institutions that operate in sectors of banking, leasing, financial and investment consultancy, brokerage and sale of financial products, both in Poland and abroad. A wide range of products offered by Getin Holding Capital Group companies, close cooperation and business coordination ensure high level of cooperation within the structure promoting efficiency of each company. The Group banks and financial and investment brokers may tap into the pooled experience and facilities contributed by all members of the Group while providing complementary products and services, which boosts Getin Holding competitiveness in financial markets.

As of 31.12.2012 the Group comprises Getin Holding and the following companies:

Subordinate units consolidated under the full method:

Name and seat	Business line	Effective share in capital		Additional information
		31.12.2012	31.12.2011	
Idea Bank S.A. based in Warsaw	banking services	79.79%	97.67%	
Idea Expert S.A. based in Wrocław	brokerage of financial and insurance services	79.79%	97.67%	Idea Bank S.A. (Poland) holds 100% shares; before 30.07.2012 the company operated under the name of Pow szezchny Dom Kredytow y S.A.
Pow szezchny Dom Kredytow y Biznes sp. z o.o. based in Wrocław	brokerage of financial services	79.79%	97.67%	Idea Expert S.A. holds 100% shares
Debito Non-standard Closed-end Securitization Investment Fund based in Warsaw	funds operations	79.79%	97.67%	Idea Bank S.A. (Poland) holds 100% participation units
Property Solutions Non-public Asset Closed-end Investment Fund based in Warsaw	funds operations	79.79%	N/A	Idea Bank S.A. (Poland) holds 100% participation units
Development System sp. z o.o. based in Wrocław	purchase and sale of real estate	79.79%	N/A	Property Solutions FIZAN holds 100% shares
Veso Investments sp. z o.o. based in Warsaw	purchase and sale of real estate	79.79%	N/A	Property Solutions FIZAN holds 100% shares
Veso Investments sp. z o.o. SKA based in Warsaw	purchase and sale of real estate	79.79%	N/A	Property Solutions FIZAN holds 99.9998% shares, Verso Investments sp. z o.o. 0.0002%
Tax Care S.A. based in Warsaw	accounting services	79.79%	N/A	Idea Bank S.A. (Poland) holds 100% shares
TC Doradcy Finansow i sp. z o.o. based in Warsaw	brokerage of financial services	79.79%	N/A	Tax Care S.A. holds 100% shares
TC Doradcy Finansow i sp. z o.o. SKA based in Warsaw	brokerage of financial services	79.79%	N/A	Tax Care S.A. holds 99% shares, TC Doradcy Finansow i sp. z o.o. holds 1% shares in the company
TC Finance sp. z o.o. based in Warsaw	other financial operations	79.79%	N/A	Tax Care S.A. holds 100% shares
Idea Leasing S.A. based in Wrocław	lease services	79.79%	100.00%	Idea Bank S.A. (Poland) holds 100% shares; before 29.11.12 the company operated under the name of Panorama Finansow S.A.; as of 31.12.2012, Getin Holding held 100% stake in the company
MW Trade S.A. based in Wrocław	financial services	51.27%	51.27%	
Carcade sp. z o.o. based in Kaliningrad (the Russian Federation)	lease services	100.00%	100.00%	
AB Kubanbank S.A. based in Krasnodar (the Russian Federation)	banking services	96.05%	96.03%	Carcade sp. z o.o. holds 96.05% shares
D2 Technologie sp. z o.o. based in Krasnodar (the Russian Federation)	services for e-banking terminals	100.00%	100.00%	Carcade sp. z o.o. holds 99.999% shares
Carcade Polska sp. z o.o. based in Wrocław	financial services	100.00%	N/A	Carcade sp. z o.o. holds 100% shares (previously RB Finance System sp. z o.o.)
Idea Bank based in Lviv (Ukraine)	banking services	99.17%	99.10%	Getin Holding S.A. holds 91.01% shares, Gwarant Plus Sp. z o.o. - 8.15%
Idea Leasing Sp. z o.o. based in Lviv (Ukraine)	lease services	99.98%	99.10%	Gwarant Plus sp. z o.o. holds 98.1% shares, Idea Bank (Ukraine) - 1.9%
Gwarant Plus sp. z o.o. based in Kiev (Ukraine)	factoring, guarantees and sureties, brokerage of financial services	100.00%	100.00%	Getin International S.A. holds 92.58% shares, Idea Bank (Ukraine) - 0.003%, Carcade Sp. z o.o. - 7.417%
Sombelbank S.A. based in Minsk (Belorussia)	banking services	99.99%	99.99%	Getin International S.a.r.l. holds 99.98% shares, Getin International S.A. holds 0.006% shares
Getin International S.A. based in Wrocław	holding for the Group's foreign subsidiaries	100.00%	100.00%	
Getin International S.a.r.l. based in Luxembourg (Grand Duchy of Luxembourg)	holding for the Group's foreign subsidiaries	100.00%	100.00%	Getin International S.A. holds 100% shares
Getin Inwestycje sp. j. in liquidation, based in Wrocław	holding	N/A	100.00%	On 02.05.2012 the company shareholders resolved that the company be dissolved by liquidation, on 03.10.2012 the company was removed from the Register of Entrepreneurs

TU Europa Group companies were consolidated under the full method till the end of May 2012 when the controlling interest was sold, which is in detail reported 1.3 hereof.

Name and seat	Business line	Effective share in capital		Additional information
		31.12.2012	31.12.2011	
TU Europa S.A. based in Wrocław	insurance services	16.54%	66.54%	Getin Holding S.A. holds 16.54% shares in TU Europa S.A.
TU Na Życie Europa S.A. based in Wrocław	insurance services	16.54%	66.54%	TU Europa S.A. holds 100% shares
Open Life TU Życie S.A.* based in Warsaw	insurance services	8.44%	22.43%	TU Europa S.A. holds 51% shares; in 2011 the company was recognized under the equity method
TU Europa UA based in Lviv (Ukraine)	insurance services	9.92%	69.80%	TU Europa S.A. holds 50% shares, TU Europa Na Życie S.A. - 40% shares, Idea Bank (Ukraine) - 10% shares
TU Europa UA Life based in Lviv (Ukraine)	insurance services	7.93%	69.15%	TU Europa S.A. holds 50% shares, TU Europa Na Życie S.A. - 40% shares, Idea Bank (Ukraine) - 8% shares

* At the beginning of 2012, TU Europa S.A. took over 51% interest in Open Life TU Życie S.A., which means that it is its subsidiary. Since the controlling interest of 50% in TU Europa was sold, Open Life has not been consolidated in Getin Holding Group.

Getin Noble Bank Group companies were consolidated by Getin Holding under the full method until the division date, which is reported in detail in section 1.3 hereof.

Name and seat	Business line	Effective share in capital		Additional information
		31.12.2012	31.12.2011	
Getin Noble Bank S.A. based in Warsaw	banking services	N/A	93.71%	As of 31.12.2012, Getin Holding S.A. held 5.66% in Getin Noble Bank S.A. (merged Get Bank and Getin Noble Bank)
Get Bank S.A. based in Warsaw	banking services	N/A	100.00%	
Noble Funds TFI S.A. based in Warsaw	financial and investment counselling	N/A	65.60%	
Noble Securities S.A. based in Kraków	stockbrokerage	N/A	91.59%	
Getin Leasing S.A. z based in Wrocław	lease services	N/A	91.30%	
Getin Services S.A. z based in Wrocław	insurance related ancillary services	N/A	91.30%	
Pośrednik Finansowy sp. z o.o. based in Wrocław	brokerage of lease services	N/A	91.30%	
Noble Concierge sp. z o.o. based in Warsaw	concierge services for the parent company's clients	N/A	93.71%	
Idea Money S.A. based in Warsaw	factoring services	N/A	93.71%	Before 09.07.2012 the company operated under the name of Introfactor S.A.
Getin Finance PLC based in London (the Great Britain)	financial services	N/A	93.71%	

As of 31.12.2012 and 31.12.2011 the Group's share in votes at general meetings of its subsidiaries equalled the Group's direct holding in respective subsidiaries, with the exception of Idea Bank (Poland) where as of 31.12.2012 Getin Holding held 79.79% shares in the share capital conferring the right to 80.22% votes at a general meeting of Idea Bank (Poland). As of 31.12.2012, Getin Noble Bank held 37.05% in the share capital of Idea Bank conferring the right to 39.44% votes at a general meeting, while Getin Holding's stake totalled 62.95% and 60.56% of all votes.

1.3. Changes in the structure of Getin Holding Capital Group in 2012 .

Division of Getin Holding

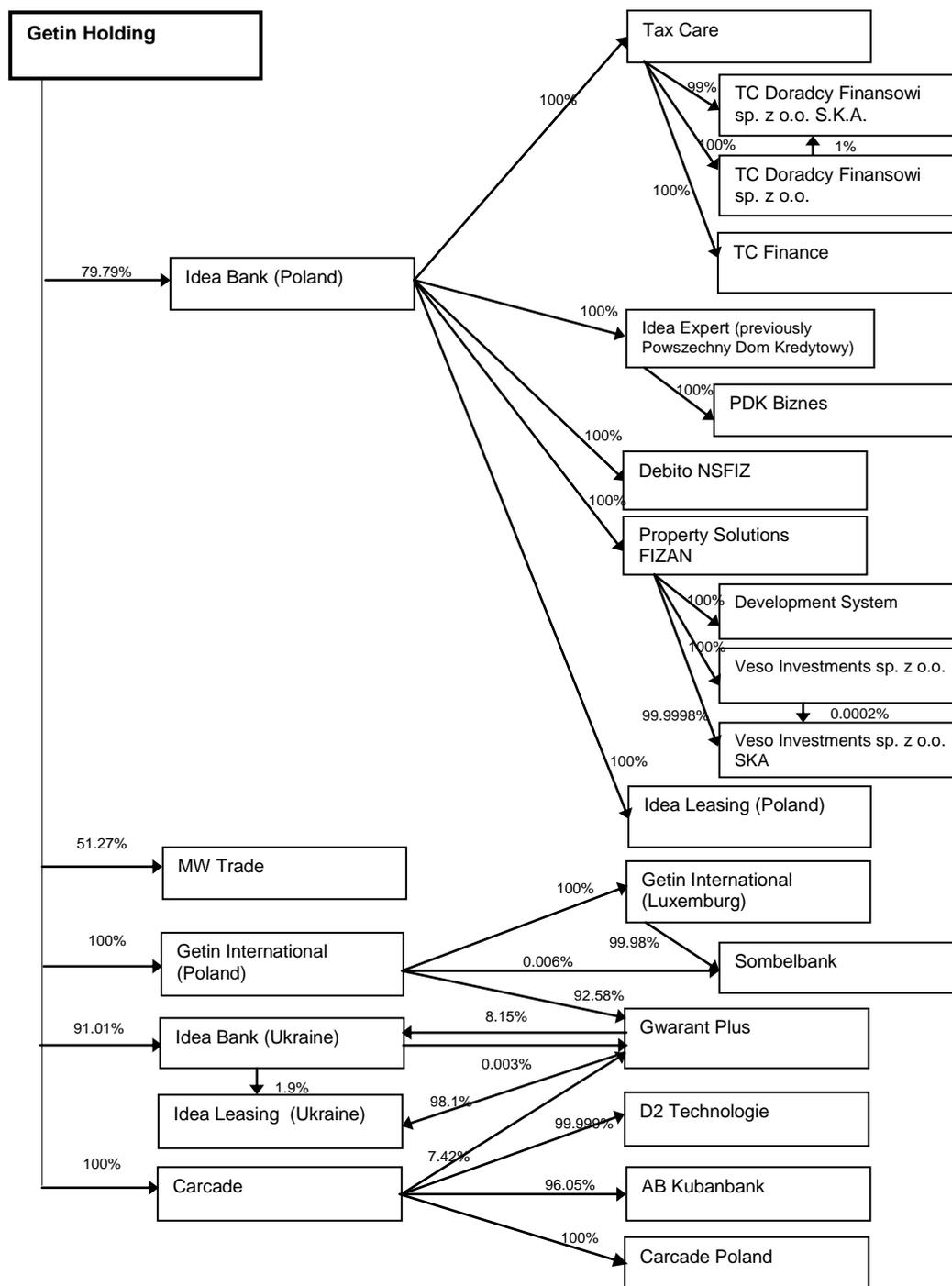
In Q1 2012, Getin Holding completed the spin-off procedure conducted under Art. 529 (1)(4) of the Code of Commercial Companies and Partnerships, that is through transferring a part of an organized enterprise operating as the Branch in Warsaw to Get Bank S.A. (currently - Getin Noble Bank). The Branch of Getin Holding was responsible for domestic banking operations and related business, and its assets comprised, among others, a block of 93.71% shares in Getin Noble Bank held by Getin Holding. On 2.01.2012, the District Court for the capital city of Warsaw, the 13th Commercial Division of the National Court Register registered an increase in the share capital of Get Bank from PLN 103,060,000 to PLN 2,245,525,631, i.e. by the amount of PLN 2,142,465,631 by issuing in a public offering 2,142,465,631 H-series ordinary bearer shares in Get Bank with the face value of PLN 1 each. Consequently, the division of Getin Holding became effective. On 20.01.2012, A- to H-series bearer shares in Get Bank with the face value of PLN 1 each were introduced to trading in the Stock Exchange in Warsaw SA.

In consequence of the spin-off, the existing shareholders of Getin Holding received, under applicable law provisions, new issue shares in Get Bank, proportionally to their stake held in Getin Holding, applying a share swap parity, i.e. 2.926888 shares for each share in Getin Holding.

Consequently, two capital groups emerged: Getin Holding Group comprising Idea Bank (Poland) and units operating in the Polish financial market, including insurance companies (TU Europa and its subsidiaries – TUnŻ Europa and Open Life), and the international markets (Carcade International S.A, Kubanbank, Idea Bank Ukraine, and Sombelbank), and the capital group comprising Get Bank and Getin Noble Bank with their subsidiaries (as a result of the merger of Get Bank (acquiring company) with Getin Noble Bank (the acquired company), Get Bank changed its name to Getin Noble Bank).

As a result of the spin-off, after the WSE session held on 16.03.2012, Getin Holding was delisted from WIG20 and listed on mWIG40.

As of 31.12.2012, Getin Holding controls the following companies:



Share acquisitions and disposals made by the Company

On 16.03.2012 Getin Holding increased its stake in Idea Bank (Poland) to 100% of the share capital, conferring the right to 100% votes at general meetings, holding the aggregate of 26,644,564 registered shares in Idea Bank (Poland). The said increase resulted from the performance of the agreement dated 16.03.2012 concluded with Getin Noble Bank, whereby Getin Noble Bank sold Getin Holding 9,872,629 registered shares in Idea Bank (Poland) with the face value of PLN 2 each, accounting for 37.053% of the share capital of Idea Bank (Poland) and conferring the right to 39.442% votes at general meetings of shareholders of Idea Bank (Poland) for the price of PLN 198,530. 1,051,200 A-series shares in Idea Bank (Poland) are registered shares with preference as regards voting rights, dividend payment and assets distribution in case of the bank's liquidation upon satisfaction of claims of the bank's creditors. The remaining shares in Idea Bank (Poland) are registered ordinary shares.

On 19.06.2012 the District Court for the capital city of Warsaw, the 13th Commercial Division registered an increase in the share capital of Idea Bank by PLN 24,057,188 by means of issuing of 12,028,594 ordinary registered shares with the face value of PLN 2 each. The shares were taken up by Getin Holding. The shares were paid up with cash of PLN 245,022 by the Company.

As a result of the transaction Getin Holding holds 38,673,158 registered shares in Idea Bank (Poland) accounting for 100% share capital of Idea Bank (Poland) and conferring the right to 100% votes at general meetings of Idea Bank (Poland).

On 03.10.2012, the share capital of Idea Bank was increased to PLN 96,936,060 thousand. Getin Holding refrained from taking up the new J-series shares, which resulted in a decrease in its holding in the share capital of Idea Bank (Poland) from 100% to 79.79%, and its share in the total number of votes at general meetings decreased to 80.22% of all votes, which is discussed in detail in the section "Share Capital Increases".

On 13.12.2012, Getin Holding acquired 30,300,964 existing dematerialized ordinary bearer shares in Getin Noble Bank, including:

- (a) from Mr. Leszek Czarnecki 6,284,778 ordinary bearer shares, free of any encumbrances with third party rights in Getin Noble Bank, PLN 1.60 for one share; the transaction cost totalled PLN 20,555.89; the total price amounted to PLN 10,076,200.69;
- (b) from LC Corp B.V. 23,930,002 ordinary bearer shares, free of any encumbrances with third party rights in Getin Noble Bank, PLN 1.60 for one share; the transaction cost totalled PLN 64,230.79; the total price amounted to PLN 38,352,233.99;
- (c) from the Jolanta and Leszek Czarnecki Foundation 83,581 ordinary bearer shares, free of any encumbrances with third party rights in Getin Noble Bank, PLN 1.60 for one share; the transaction cost totalled PLN 5,206.88; the total price amounted to PLN 138,936.48;
- (d) from RB Investcom Sp. z o. o. 2,418 ordinary bearer shares, free of any encumbrances with third party rights in Getin Noble Bank, PLN 1.60 for one share; the transaction cost totalled PLN 5,005.98; the total price amounted to PLN 8,874.78;
- (e) from Idea Expert 185 ordinary bearer shares, free of any encumbrances with third party rights in Getin Noble Bank, PLN 1.60 for one share; the transaction cost totalled PLN 5,000.46; the total price amounted to PLN 5,296.46;

The transaction was completed upon the satisfaction of all terms and conditions set forth in preliminary sale agreements contracted on 18 September 2012 with the aforementioned sellers.

In H1 2012, Getin Holding carried on the procedure of sale of shares in TU Europa started in 2011 under the conditional agreement concluded with Talanx International AG based in Hannover, Germany and Meiji Yasuda Life Company, based in Tokyo, Japan concerning the sale by Getin Holding of 4,725,001 ordinary bearer shares in TU Europa to Talanx. The shares accounted for 50% of TU Europa S.A. share capital + 1 share in TU Europa, conferring the right to 4,725,001 votes at TU Europa general meetings (i.e. 50% + 1 vote). The contractual price of TU Europa shares totalled PLN 911,925 thousand, i.e. PLN 193 for one share ("Transactional Agreement").

On 02.03.2012, the President of the Office for Competition and Consumer Protection issued a decision on consenting to concentration, i.e. Talanx and Meiji Yasuda's talking control over TU Europa, and therefore one of the conditions precedent specified in the aforementioned agreement was satisfied.

On 08.05.2012, Getin Holding informed about satisfaction of the next legal condition for purchasing TU Europa, i.e. the KNF's decision issued on 08.05.2012, on non-expressing an objection to Talanx and Meiji Yasuda's purchase of shares in TU Europa.

On 11.05.2012, Getin Holding informed about satisfaction of all conditions under the Transaction Agreement.

Therefore, on 01.06.2012, the shares in TU Europa were sold in response to a tender offer for subscription for 100% shares in TU Europa.

Furthermore, under the said agreement Getin Holding shall not dispose of the remaining 1,563,413 ordinary bearer shares in TU Europa that account for 16.54% of TU Europa share capital for the

period of 5 years after the purchase date and shall enter into a subsequent lock-out agreement for the subsequent period of 5 years, should the agreement require so, and it shall pay Talanx a contractual penalty of EUR 50 million if it breaches the aforementioned obligation and makes it impossible for the Purchasers to purchase the remaining shares within put/call options set forth in the agreement.

The aforementioned shares were sold upon satisfaction of all conditions precedent set forth in the Transaction Agreement concerning the sale of a block of shares held by Getin Holding on 14.12.2011, in response to the tender offer for subscription of 100% shares in TU Europa announced by Talanx and Meiji Yasuda Life Insurance Company, based in Tokyo, Japan, acting jointly, concerning joint purchase of a listed company, specified in Art. 87 (1)(5) of the Act dated July 29, 2005 on Public Offer and Conditions of Introducing Financial Instruments to the Organized Public Trading and Public Companies.

The sale transaction was effected on the Warsaw Stock Exchange on 29.05.2012, as the result of the afore described tender offer. The transaction was settled on 01.06.2012.

On 29.06.2012, shareholders of TU Europa, i.e.: Getin Holding, Talanx and Meiji Yasuda concluded an agreement concerning TU Europa, whereby they agreed inter alia that: (i) the parties shall act in concert to purchase 517,980 shares in TU Europa, accounting for 5.48% votes at general meetings of shareholders of TU Europa, be demanding from other shareholders of TU Europa that the sell all their shares in TU Europa in compliance with Art. 82 of the Act on Public Offering; (ii) Talanx shall vote for appointment of one member of the Supervisory Board of TU Europa chosen by Meiji Yasuda, and one member of the Supervisory Board of the Supervisory Board chosen by Getin Holding at the nearest general meeting of shareholders of TU Europa, and to vote each time for appointment and/or dismissal of members of Supervisory Board of TU Europa previously chosen by Meiji Yasuda and Getin Holding at general meetings of shareholders of TU Europa, in case of demand for amendments in the Board's composition; (iii) the parties to the agreement shall jointly convene a general meeting of shareholders of TU Europa, in accordance with Art. 91 (5) and (8) of the Act on Public Offering, and shall vote for a resolution on restoration of a material form of TU Europa's shares. The aforesaid agreement was concluded in compliance with Art. 87 (1)(5) and (6) of the Act on Public Offer and Conditions of Introducing Financial Instruments to the Organized Public Trading and Public Companies.

The said agreement ceased to be effective on 23.10.2012, i.e. on the date of restoration of the material form of TU Europa's shares pursuant to the decision of the Polish Financial Supervision Authority dated 25.09.2012. After the agreement ceased to be effective, Getin Holding holds directly and indirectly 1,563,413 shares in TU Europa (16.54% of the share capital of TU Europa), conferring the right to 1,563,413 at general meetings of shareholders of TU Europa (16.54% of all votes in TU Europa), which equals the number of shares and votes before the execution of the agreement.

Share acquisitions made by the Company's subsidiaries

On 19.02.2012, Idea Bank (Poland) took up 9,500 shares with the face value of PLN 10 each in the share capital of Idea Box. The shares constitute an aggregate of 19% of the share capital of Idea Box that serves as a business incubator for selected ventures.

On 23.03.2012, Idea Bank (Poland) concluded an agreement on acquisition of 444 thousand (74%) shares in Tax Care for the total price of PLN 260 million. The bank purchased the shares from LC Corp BV (150 thousand shares for PLN 135million), JA Investments BV (147 thousand shares for PLN 64 million), and A. Nagelkerken Holding BV (147 thousand shares for PLN 61 million). The transaction was made on 19.06.2012.

On 18.06.2012, Idea Bank (Poland) concluded a conditional agreement concerning an acquisition of 156 thousand shares in Tax Care accounting for 26% of the company's share capital for the total price of PLN 110 million from LC Corp BV based in the Netherlands. The acquisition transaction was completed on 04.10.2012.

In 2012, Idea Bank (Poland) acquired 100% investment certificates issued by Property Solutions Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych (non-public asset closed-end investment fund), including 500 A-series certificates acquired for PLN 500,000 on 6.08.2012, 154 398 B-series investment certificates acquired for PLN 152,999,154.12 on 22.08.2012, and 26,469 D-series investment certificates acquired for PLN 30,999,434.04 on 20.12.2012. The issue of C-series certificates had not been effected.

On 31.12.2012, Idea Bank (Poland) purchased from Getin Holding 100% shares in Idea Leasing (previously Panorama Finansów), i.e. 15,500 shares with the face value of PLN 1 thousand each, conferring the right to 15,500 votes at a general meeting.

On 04.04.2012, an increase in the share capital of Idea Leasing Sp. z o. o. (Ukraine) by UAH 5,100 thousand (PLN 2,153 thousand) was registered. The shares in the increased capital of Idea Leasing Sp. z o. o. were taken up by Gwarant Plus in consequence holding a 98.0962% stake in the share capital of Idea Leasing, while Idea Bank (Ukraine) holds a stake of 1.9038% in the share capital.

In the reporting period, Carcade purchased an aggregate of 85,266 registered shares in Kubanbank, including 82,116 ordinary shares on 11.05.2012, and 3,150 preferred shares on 20.07.2012, increasing its holding in the bank's share capital from 96.0277% to 96.0491%.

Increase of share capital

On 06.08.2012 and 06.12.2012 an aggregate of 806 032 P-series shares of Getin Holding were introduced to trading increasing the Company's share capital to PLN 732,800,434. The introduction of shares to trading and the increase in the share capital were related to the Management Stock Option Programme launched by Getin Holding and scheduled for the years 2011 - 2014. The Programme is implemented on the basis of the resolution adopted by the annual general meeting on 28.03.2011 and the Management Stock Options Programme Regulations adopted by the Supervisory Board on 21.07.2011 authorized by the General Meeting.

Within the Management Stock Options Programme, on 06.08.2012, the block of 473 581, and on 06.12.2012 the block of 332 451 P-series ordinary bearer shares of Getin Holding with the face value of PLN 1 each were introduced to trading in the primary market. Hence the share capital of Getin Holding respectively increased to PLN 732,467,983, and PLN 732,800,434.

On 19.06.2012 the District Court for the capital city of Warsaw, the 13th Commercial Division, registered an increase in the share capital of Idea Bank by PLN 24,057,188 by means of the issue of 12,028,594 I-series ordinary registered shares with the face value of PLN 2 each, which is reported in detail in section "Share acquisitions and disposals made by the Company".

On 03.10.2012 the District Court for the capital city of Warsaw, the 13th Commercial Division, registered an increase in the share capital of Idea Bank by PLN 19,589,744 by means of the issue of 9,794,872 J-series ordinary registered shares numbered from 0000001 to 9794872, with the face value of PLN 2 each. Consequently the share capital of Idea Bank increased to PLN 96,936,060 thousand. Getin Holding refrained from taking up the new shares, which resulted in a decrease in its stake in the share capital of Idea Bank from 100% to 79.79%, and its share in the total number of votes at a general meeting decreased to 80.22%.

On 07.03.2012, the annual meeting of shareholders of Idea Bank (Ukraine) adopted a resolution on increasing the company's registered capital by UAH 30 million (PLN 11,814 thousand) by the issue of 30 million shares with the face value of UAH 1 (PLN 0.39) and the issue value of UAH 2.34 (PLN 0.92) each, in closed offering addressed to the existing shareholders, whereby 12,982,570 shares were taken up by Gwarant Plus.

On 25.12.2012, the annual meeting of shareholders of Idea Bank (Ukraine) adopted a resolution on increasing the company's registered capital by UAH 20.5 million (PLN 7,826,900 thousand) by issuing 20.5 million shares with the face value of UAH 1 (PLN 0.38) and the issue value of UAH 2.34 (PLN 0.89) each, in closed offering addressed to the existing shareholders. The new shares are to be taken up in February/March 2013.

On 13.07.2012 the share capital of Getin International S.a.r.l. was increased by EUR 100,000 thousand (PLN 420,550). Currently Getin International holds 1,245,713 shares with the value of EUR 25 each and total value of EUR 31,142,825.

2. Information on Getin Holding Capital Group operations, expected growth of the Group companies and expected financial standing

2.1. Getin Holding Group in the financial market.

Getin Holding is a financial holding investing in companies operating in the financial sector in Poland and abroad. The Company's investment projects are long-term by nature. The Company actively influences strategy and management of the controlled companies to ensure growth of the value of assets held, their security and to utilize potential synergy opportunities emerging within the Group.

For several years Getin Holding has been placed among the biggest companies listed in the WSE. The Company's position is confirmed by the fact that since 21.03.2008 it was listed on WIG20, and since 16.03.2012 it has been listed on mWIG 40 (in connection with the division of Getin Holding, which is reported in section 1.3 hereinabove). The Company invests in banking and financial projects (agency, consultancy, leasing and brokerage services).

As a result of the division, reported in section 1.3 hereinabove, a new capital group emerged comprising Getin Noble Bank and its subsidiaries.

Upon the division Getin Holding Group comprises Idea Bank, and companies operating in the Eastern Europe, including three banks: Idea Bank in Ukraine, Sombelbank in Belorussia and Kubanbank operating in the Russian market. For several years now Carcade OOO has been playing an important role in the international structure of Getin Holding Group as one of the leaders in the Russian car lease market.

Performance of Getin Holding Capital Group reflects its dynamic growth and strong position in areas of focused interest of the Group companies.

2.2. Growth of Getin Holding Capital Group in 2012 – business lines, main products, goods and services, and markets.

While implementing the abovementioned strategy of structural changes in Getin Holding Group, its companies were oriented to developing financial services and pursuing their investment strategy. The Company makes investments in promising businesses operating in the sector of financial services addressed to individual clients, micro small and medium-sized enterprises. Employing extensive experience and intellectual capital of its managers Getin Holding manages assets building their strong market position.

The Group focused on fast developing market sectors, such as:

- banking,
- lease services,
- loan brokerage,
- financial services for small and medium-sized enterprises.

As a result of the division, Getin Holding Group is developing through consistent growth of the Group companies and through well thought out acquisitions of businesses providing financial services for the SME sector, while Getin Noble Bank Group companies are developing universal banking services.

The growth strategy objectives are also being pursued through boosting the organic growth, taking advantage of the market growth and of the competitive edge in the targeted market sectors. The Group pursues maximum use of its resources by optimizing performance of the Group companies, ensuring experienced and well motivated management and financial resources. Furthermore, the Group thoroughly monitors risk through enhanced organizational control and risk management systems. The Group is developing by multiplication of a proven business model on an international scale while being focused on the financial market.

The Company seeks out and takes up investment projects in the financial sector (banking, leasing, insurance, brokerage and consultancy), both in domestic and emerging markets, mainly in the CEE. It

invests in start-ups and already existing companies, provided it can purchase a block of shares that allows for active management and shaping strategy of such companies.

This strategic objective is to deliver value to shareholders by carrying out profitable projects. Increased value of the investment portfolio companies is achieved by rising their profitability, applying such measures as their reorganization, expansion of their business scale or enhancing their market position. The Company accomplishes those objectives by:

- active participation in the reorganisation related processes, and subsequently by companies management, and development and implementation of their growth strategy;
- ensuring necessary funds;
- assistance as regards business and industry know-how;
- searching for cooperation and complementarity opportunities within the Company's investment portfolio;
- constant strategic and operational monitoring;
- know-how and personal support in processes.

In the process of investment portfolio management, Getin Holding expects to generate profit on sale of some projects at the moment that guarantees the maximum return on investment, mainly through local capital markets or through sale to strategic investors. The Company's additional earnings come from its assets in the form of dividends or interest on loans granted.

Information on main operating segments in Getin Holding Capital Group in 2012.

I. Banking sector in Poland

Idea Bank (Poland) targets its products at small and medium-sized enterprises, and in particular at sole proprietors. Products offered by the bank are supported by high quality financial and accounting consultancy. The bank's image, consequently created by marketing campaign, allows for building long-term relationships with clients who are offered customized services and high standard communication.

The operating activity of Idea Bank (Poland) focuses on loan sale to entrepreneurs and collecting deposits, mainly from individual clients. The bank offers also investment products.

In the reported period the company earned a profit of PLN 74.5 million.

The bank reported an interest income of PLN 70.8 million, and income on commissions and fees of PLN 139.5 million.

In 2012 the bank disclosed a one-off receipt from dividend worth PLN 54 million.

The operating costs for 2012 totalled PLN 157 million.

As at the end of December 2012, the bank operated through 50 branches.

Tax Care provides accounting services to small and medium-sized enterprises. Along with accounting services, Tax Care Group offers financial and investment consultancy, as well as one-stop shop services for start-up enterprises. Additionally, the Group offers regular savings schemes. The company has been present in the Polish market since 2009.

Tax Care is also a loan and insurance broker offering car loans, mortgage loans, cash loans, vehicle insurance policies and funds.

In 2012 the company made a sales profit of PLN 133 million Tax Care has been consolidated since 19.06.2012 (when Idea Bank acquired a 74% stake in the company, which is reported in detail in section *Acquisition of shares made by the Company's subsidiaries*).

Tax Care has 77 branches, including 34 brick and mortar branches, 33 mobile branches and 10 accounting branches situated throughout the country.

Idea Expert

In 2012 the company's commission income totalled PLN 54.5 million, where 45% was earned on mortgage loans, and 42% – on car loans. For the last six months the company has been dynamically promoting sale of cash and investment products generating the commission income of PLN 28 million. In 2012 the company incurred the loss of PLN 5.5 million.

Idea Expert has 34 branches located throughout the country

II. Banking sector in Ukraine

Idea Bank (Ukraine) is a Ukraine based company focused on sale of products to individual clients. Its main products comprise car loans, cash loans, deposits, current accounts, payment cards (debit cards). The bank offers also products addressed to a smaller group of clients, such as: loans to businesses, deposits for legal persons, making money transfers and payments, lease of vehicles. Since September 2012 the bank has been offering also Internet banking services.

The bank is currently expanding its network that at the end of 2012 comprised as many as 83 branches. The bank is present in most cities that are capitals of the Ukrainian regions.

Stable financial standing of the bank was confirmed by the uaBBB+ rating granted by the consumer reporting agency Credit Rating, that monitors financial standing of banks in Ukraine.

In 2012, Idea Bank (Ukraine), Gwarant Plus and Idea Leasing (Ukraine) made a consolidated net profit of UAH 86.209 million (PLN 34.491 million) The total result comprises the following items:

- interest income: UAH 121,510 thousand (PLN 48,616 thousand);
- commission income: UAH 153,857 thousand (PLN 61,558 thousand);
- other net operating income and expenses: UAH 15,547 thousand (PLN 6,220 thousand);
- foreign exchange result: UAH 2,461 thousand (PLN 985 thousand);
- administrative expenses: UAH 147,817 thousand (PLN 59,141 thousand);
- net provisions, impairment and revaluation: UAH 44,361 thousand (PLN 17,749 thousand);
- income tax: UAH 12,527 thousand (PLN 5,012 thousand).

The balance sheet total was UAH 2,317.7 million (PLN 887 million), deposit portfolio amounted to UAH 1,666.8 million (PLN 637.5 thousand), and the loan portfolio totalled UAH 1,745 million (PLN 667.5 thousand).

The result for 2012 was higher than in the previous year, which in the face of complicated macroeconomic situation should be considered as a success. In spite of difficulties with raising the UAH, the bank managed to keep its share of about 20% in the car loans market, and it proved to be one of the most active financial institutions in the cash loans sector.

III. Banking sector Belorussia

Sombelbank

The bank currently focuses its operations on the retail banking sector, i.e. sale of loans to individuals and raising deposits through a network of own branches, as well as sale of non-cash loans to purchase goods in retail outlets. It also provides cash and settlement services in branches and currency exchange in bureaux de change. Simultaneously, aiming at risk diversification the bank also expands its product range offering loans to legal persons – mainly in the SME sector.

In 2012 Sombelbank made a net profit of BYR 95,294 million (PLN 34,211 thousand). The amount has been adjusted by hyperinflation that lowered the profit by BYR 38,448 million (PLN 13,803 thousand). The total result comprises the following items:

- interest income: BYR 253,588 million (PLN 91,039 thousand);
- commission income: BYR 47,986 million (PLN 17,227 thousand);
- other net operating income and expenses: BYR 40,782 million (PLN 14,641 thousand);
- foreign exchange result: BYR 29,807 million (PLN 10,701 thousand);
- administrative expenses, amortisation and depreciation: BYR 147,935 million (PLN 53,109 thousand);
- net provisions, impairment and revaluation: BYR 33,424 million (PLN 11,999 thousand);
- income tax: BYR 27,255 million (PLN 9,785 thousand);

In the reporting period, the bank's assets value totalled BYR 1,811.9 billion (PLN 650.5 million). The loan portfolio amounted to BYR 1,235 billion (PLN 443.4 million). The deposit balance totalled BYR 131.5 million (PLN 471.2 million).

IV. Lease services in Russia

Carcade is a lease company that provides financial lease services to small and medium-sized enterprise in Russia.

In the reporting period Carcade's sales volume totalled RUB 14.4 billion (PLN 1,5 billion), which means 12% growth as compared to 2011. In the reporting period the company recognised a net profit of RUB 498,184 million (PLN 51,936 thousand).

The company managed to keep its 17-18% share in the passenger car lease market.

In 2012 Fitch rating agency confirmed the international loan ranking at B+.

Kubanbank

In 2012 Kubanbank made a profit of RUB 65,926 thousand (PLN 6,875 thousand). The total result comprises the following items:

- interest income: RUB 95,502 thousand (PLN 9,956 thousand);
- commission income: RUB 184,203 thousand (PLN 19,204 thousand);
- other operating income and expenses: RUB 514 thousand (PLN 54 thousand);
- foreign exchange result: RUB - 597 thousand (PLN -62 thousand);
- administrative expenses, amortisation and depreciation: RUB 147,802 thousand (PLN 15,408 thousand);
- net provisions, impairment and revaluation: RUB 48,492 thousand (PLN 5,055 thousand);

- income tax: RUB 17,999 thousand (PLN 1,876 thousand);

In 2012 Kubanbank's sales volume reached RUB 1,213.7 million (PLN 126.6 million).

One of the main bank's achievements in 2012 included reaching the break-even point in July 2012 and implementation of a new car loan sale procedure in Carcade.

V. Financial sector in Poland

MW Trade

In 2012 the company focused on the public healthcare market offering independent public healthcare institutions (SP ZOZ, research hospitals, institutes) solutions that help them restructure their debts and improve their liquidity.

The access to diversified sources of funds, raised also within the cooperation with Getin Holding Group companies and with Getin Noble Bank, issues of bonds, and credit facilities advanced in 2012 allowed the company to carry on its business activities within the area of selling its core products.

As at the end of 2012 the company's claims portfolio, comprising long- and short-term receivables and granted loans, totalled PLN 389,687 thousand as compared to PLN 306,738 thousand in the corresponding period in 2011, which means a 27% growth, mainly resulting from soaring sales of the company's main products: Hospital Fund – by 65%, loans – by 90%. The company managed to achieve a positive portfolio dynamics thanks to cooperation with other Getin Holding Group companies as well successful efforts to raise funds in the market.

An increase in the average annual value of the claims portfolio and sales volume of off-balance items (mainly financial brokerage) brought in PLN 44,608 thousand, which means a 6% growth compared to 2011.

The raised funds allowed the company to bid in tenders for providing loans to SP ZOZs and local government units. Consequently, the share of loans in the income structure accounted for 27%. However, Hospital Fund sale remains the main item in the 2012 sale structure accounting for 70%. Receipts from other products constitute only auxiliary business.

The company's net result for 2012 totalled PLN 9,015 thousand.

VI. Other

Idea Leasing (previously Panorama Finansów)

The company operates through its branches and agents located throughout the entire country.

Financing of the lease activity is based on the agreement concerning buy-out of lease instalments concluded with Idea Bank.

In 2012 the company incurred a net loss of PLN 14,948 thousand. The result of Idea Leasing was affected by an increased write-offs to receivables.

2.3. Main achievements in R&D

Not applicable.

2.4. Expected further growth of the Capital Group.

Having completed the spin-off, Getin Holding remains the parent company of a diversified and dynamically growing financial Group invariably focused on seeking out and implementation of investment projects both in Poland and abroad, and creating shareholders value in the investment portfolio companies by their growth supervision and coordination.

The Company's aim to reach a high return rate on investment, and consequently notable benefits for shareholders, remains of overriding importance.

Getin Holding intends to reach growth both through systematic development of companies that belong to the Group upon its division, as well as through well thought out acquisition projects or building from scratch new companies providing financial services both to corporate and individual clients. The Company intends to expand its operations in the CEE markets.

Implementing the strategy adopted in 2011 Getin Holding focuses on serving as a business incubator for start-ups and innovative enterprises.

The growth strategy goals will be accomplished also through maximizing organic growth, utilizing the market growth and competitive advantage in target market sectors, mainly in retail banking. The Group aims at maximizing use of its resources, among others through optimizing results gained by the Group companies and providing experienced and well motivated management staff and financial resources. Furthermore, the Group thoroughly monitors risk through enhanced organizational control and risk management systems. The Group's growth is based on multiplication of a well-proven business model for the international scale while staying focused on the financial market.

Idea Bank (Poland)

The bank's main business mission that will be carried on in 2013 is to build a Polish banking institution targeted at SME, and specifically at sole proprietors. The company expects further growth of the net result in the following year and an increased number of clients, loan and deposit sales volumes, while monitoring costs of present infrastructure of the company's headquarters and branches. The main goals for 2013:

- building number one bank for micro enterprises;
- substantial growth in sales volumes of: leasing, factoring and debt collection from micro enterprises;
- development of the sale network: quality and efficiency;
- boosting sale to clients with subscription for Tax Care accounting services and with accounts in Idea Bank;
- expanding loan portfolio while maintaining its high quality;
- keeping debt collection efficiency rate.

Idea Expert

The company intends to expand sale of mortgage and car loans while giving weight to sale of high-margin investment products.

The company's goal is to increase its efficiency, specifically cost efficiency.

Idea Bank (Ukraine)

The bank's main goals for 2013 include: enhancing its recognisability, keeping the top rating positions in financing car purchase and cash loans as the main business lines contributing to its stable financial result, proactive introduction of relationship banking – the clients base productization and activation, generating new income sources through sale and maintenance of bank accounts, payment cards and Internet banking services, launching a complex range of products offered to legal persons comprising such services as: cash desk services, payments, money transfers, deposits, current and savings accounts, currency exchange, safe deposits, payroll projects.

Sombelbank

In 2013 the bank focuses on expanding its retail line. The strategy will be carried out in the following priority directions: payment card related credit facilities (express-loans for individual clients for purchase of long-term use commodities, cash loans); raising deposits from individual clients in the bank's branches and Belarusian post offices; raising deposits from legal persons and entrepreneurs.

Carcade

Further growth of Carcade's operations will depend on several factors, such as car sales volume in the Russian market, financial standing of the company's SME clients, as well as financing costs, and demand for dollar-denominated lease products.

Kubanbank

The Company's main goals for 2013 include:

- increasing car loan sales volume;
- launching sale of cash loans;
- activation of current bank accounts.

MW Trade

The company's strategic goal is to build its goodwill by providing within the capital group complex specialised financial services for public units, especially to healthcare institutions while keeping high operating profitability. The company intends to expand its business, increase sales rate of products directly financing SP ZOZ and investment as well as to intensify the cooperation with Getin Holding Capital Group companies. The company is also going to launch new complementary products and gain new clients outside the market of medical services.

3. Comments on the Company's financial results for 2012 and description of assets and liabilities and equity in the consolidated balance sheet, also as regards the Company's liquidity.

Getin Holding Group essential financial parameters

	01.01.2012- 31.12.2012			01.01.2011- 31.12.2011			2012/2011
	<i>Operations</i>			<i>Operations</i>			
	<i>continued</i>	<i>discontinued</i>	<i>total</i>	<i>continued</i>	<i>discontinued</i>	<i>total</i>	
Gross profit	651,970	168,365	820,335	25,323	1,291,443	1,316,766	62.3%
Net profit	503,439	136,231	639,670	16,750	1,127,508	1,144,258	55.9%
Net profit to Getin Holding shareholders	489,366	113,453	602,819	11,065	993,735	1,004,800	60.0%
Net operating income	1,242,358	210,844	1,453,202	370,577	3,408,124	3,778,701	38.5%
Administrative expenses	(533,216)	(42,479)	(575,695)	(304,963)	(918,293)	(1,223,256)	47.1%
Net impairment losses	(57,172)	-	(57,172)	(40,291)	(1,209,062)	(1,249,353)	4.6%
Interest margin			1.26%			3.33%	(2.07) p.p.
ROAA			1.79%			2.11%	(0.32) p.p.
ROAE			17.37%			22.10%	(4.73) p.p.
C/I			39.62%			32.37%	7.24 p.p.

Getin Holding Group consolidated balance sheet (in thous. PLN)

INTERIM CONSOLIDATED BALANCE SHEET

	Note	31.12.2012	31.12.2011	structure %
ASSETS				
Cash and balances with the Central Bank	24	278,829	151,936	2.9%
Amounts due from banks and financial institutions	25	862,503	196,729	8.8%
Derivative financial instruments	26	35,706	41,987	0.4%
Financial instruments at fair value through profit or loss	27	301,739	-	3.1%
Loans and advances to customers	28	4,322,149	2,160,483	44.2%
Finance lease receivables	29	1,343,745	927,422	13.8%
Other loans and receivables	30	405,931	308,944	4.2%
Financial instruments, including:	31	953,356	482,463	9.8%
<i>Available for sale</i>	31	953,356	482,463	9.8%
Intangible assets	33	522,297	251,358	5.3%
Property, plant and equipment	34	150,275	117,197	1.5%
Investment properties	35	200,447	-	2.1%
Assets associated with discontinued operations	4	-	56,923,521	0.0%
Tax assets	21	90,855	44,501	0.9%
1. <i>Current tax assets</i>		4,802	6,084	0.0%
2. <i>Deferred tax assets</i>	21	86,053	38,417	0.9%
Other assets	36	301,148	196,972	3.1%
TOTAL ASSETS		9,768,980	61,803,513	100.0%
LIABILITIES AND EQUITY				
Liabilities				
Amounts due to Central Bank	39	376	6,257	0.0%
Amounts due to other banks and financial institutions	40	1,539,018	672,212	15.8%
Derivative financial instruments	26	80	-	0.0%
Deposits from customers	41	5,135,042	2,590,366	52.6%
Issued debt securities	42	480,389	121,727	4.9%
Liabilities measured at amortized cost	14	98,004	-	1.0%
Corporate income tax payable		6,988	3,229	0.1%
Other liabilities	43	424,046	268,905	4.3%
Deferred tax liabilities	21	23,051	5,490	0.2%
Other provisions	44	5,799	1,071	0.1%
Liabilities associated with discontinued operations	4	-	51,867,644	0.0%
TOTAL LIABILITIES		7,712,793	55,536,901	79.0%
Equity (attributable to equity holders of the parent company)				
Share capital	47	732,800	731,994	7.5%
Net profit /(loss)		602,819	1,004,800	6.2%
Other reserves	48	544,577	3,926,677	5.6%
Non-controlling interest		175,991	603,141	1.8%
Total equity		2,056,187	6,266,612	21.0%
TOTAL EQUITY AND LIABILITIES		9,768,980	61,803,513	100.0%

4. Material events or factors, including unusual ones, that occurred in 2012 and thereafter before the date of approval of the financial statement that considerably affected Getin Holding Group's financial results in the financial year or may affect them in subsequent years, their assessment and the extent they affect the company's result.

In H1 2012, Getin Holding carried on the process of the sale of shares in TU Europa started in 2011 under a conditional agreement concluded with Talanx International AG based in Hannover, Germany and Meiji Yasuda Life Company, based in Tokyo, Japan concerning the sale by Getin Holding of 4,725,001 ordinary bearer shares in TU Europa to Talanx. The shares account for 50% of TU Europa S.A. share capital + 1 share in TU Europa, conferring the right to 4,725,001 votes at TU general meetings (i.e. PLN 1 for one share ("Transaction Agreement")).

The aforementioned shares were sold upon satisfaction of all conditions precedent set forth in the Transaction Agreement concerning the sale of a block of shares held by Getin Holding, in response to the tender offer for subscription of 100% shares in TU Europa announced by Talanx and Meiji Yasuda

Life Insurance Company, based in Tokyo, Japan, acting jointly concerning joint purchase of a listed company, specified in Art. 87 (1)(5) of the Act dated July 29, 2005 on Public Offer and Conditions of Introducing Financial Instruments to the Organized Public Trading and Public Companies.

The sale transaction was made on the Warsaw Stock Exchange on 29.05.2012, as the result of the afore described tender offer. The transaction was settled on 01.06.2012.

The transaction process is reported in 1.3.

Idea Bank (Poland)

In September 2012, Idea Bank took over 100% shares in Tax Care, in August it purchased 99.6% investment certificates in Property Solutions Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych (non-public asset closed-end investment fund), and on 31.12.2012 it took over 100% shares in Idea Leasing (previously Panorama Finansów) from Getin Holding.

The purchase of Tax Care and Idea Leasing is expected to contribute to the company's growth by the synergy of processes, products and business solutions.

In 2012 Idea Bank was ranked for the second time by *Forbes* as the best bank for companies.

Idea Bank (Ukraine)

Material events that had an effect on the financial result and business operations of Idea Bank (Ukraine):

The local currency liquidity crisis (undersupply of the hryvnya at economically viable price made the bank control its sales volume); dynamic growth of foreign currency deposits in the banking sector and unchanged volumes of local currency deposits in H2 2012; the liquidity crisis resulted in invariably high deposit interest rates, shortened time for funds raising, very high interest rates at the interbank market.

Sombelbank

In 2012 the Belarusian economy started to recover after the 2011 crisis. The main stability factor – the USD exchange rate – remained stable. The BYR/USD exchange rate increased by 2.6%. The real GDP growth was lower than before the crisis, but reached significant 3%, the consumer price index did not exceed 22%, the sale balance (as of 30.11.2012) remained positive. The demand for banking services grew in all segments along with increasing average salary.

The 'big four' auditors acknowledged Belarusian economy hyperinflationary. Therefore Sombelbank draws up financial statement in accordance with the IAS 29 standard "Financial Reporting in Hyperinflationary Economies", which translated into a decrease in the company's performance by BYR 38,448 million (PLN 13,803 thousand). The aforementioned standard will be applied in Belorussia at least till 2014.

MW Trade

The result generated by MW Trade was affected by the fact that the company provides financial services in a specific market niche, which resulted in market concentration and the company's dependency on the situation and legislative changes in the healthcare sector.

Consequences of changes in legal regulations of the health service (the Healthcare Institutions Law that became effective in 1 July 2011) resulted in a diminished number of contracts for financing claims and longer process of contracting Hospital Fund services in the first months of 2012. Therefore the company implemented advanced credit risk and financial assets portfolio management procedures focusing on more profitable transactions.

5. Material risk and threats for growth of the Group companies and the extent to which the companies are exposed thereto.

The business risk to which Getin Holding Capital Group is exposed is largely depended on business cycles in economy. Slump in national economies, where capital investments are being or will be made, may have an adverse effect on return on such investments. Fluctuations in economies where the investments have been made are currently hardly foreseeable. Getin Holding Group companies adapt their risk management mechanisms to the current economic situation.

Upon completion of the spin-off process, Getin Holding in principle, as a holding company, focuses on its main role as a business incubator for start-ups and innovative enterprises. Therefore, the risks and threats include risks of taking new enterprises.

Risks that Getin Holding Capital Group may be exposed to include the following:

Banking

Credit risk

Credit risk is the risk that debtors will default on debt repayment or satisfaction of other liabilities (such as settlements of interbank transactions). The risk is managed by means of implementation and ensuring compliance with loan granting procedures, capping loan volumes, and loan monitoring procedures and systematic analysis of repayments and financial standing of debtors and transaction parties.

Furthermore, foreign currency receivables generate an additional credit risk since they are not secured by hedging transactions or by flows of earnings. It concerns mainly retail foreign currency loans.

Similarly, possible increase in the unemployment rate may have an adverse effect on the credit risk rate. The scale of the risk will depend on changes in business cycles and the unemployment rate, and therefore it is difficult to estimate.

Interest rate risk

In case of a mismatch of balance sheet and off-balance sheet items interest rates fluctuations may affect banks' assets and liabilities and their performance. The risk is limited by use of derivatives. Furthermore, ALCO committees approve the structure of internal limits to the acceptable level of the interest rate risk exposure and approve volume limits. Increasing interest rates in the interbank market may furthermore materially diminish loan merchantability.

Foreign currency risk

Foreign currency risk is generated as a result of transactions made with clients. The risk is managed by making opposite transactions in the interbank market and by the system of limits for open positions.

Liquidity risk

Liquidity risk is limited by forming balance sheet structure and off-balance sheet items so that the strategic goals are accomplished, including maximising the equity market value by accomplishing the expected financial result, while keeping the financial risk exposure at the level set by boards of banks. Banks' liquidity management is based on presenting the bank's assets and liabilities according to realigned maturity dates, which allows for identification of potential mismatches.

Operational risk

Operational risk is possibility of incurring losses as a result of adverse action of the following factors (stimulating occurrence of operational risk): staff members, IT, relations with customers and third parties, fixed assets and project management. For the purpose of effective operational risk management, the bank has implemented internal control systems.

Long-term financing of loan sales

Sale of loans is exposed to risk related to possible insufficient financing resources. In order to mitigate this risk the bank diversifies sources of financing loan assets raising funds both from non-financial sector clients through dynamically expanding sale network and issuing direct or indirect medium-term securities.

Other

Situation in stock exchange markets

The current situation in the capital market is one of the risk factors since it has an effect on possible opportunities of gaining funds for financing further growth of the Group companies.

Competition risk

Another risk factor that may materially affect the Group's performance in the future is considerable increase of competition in the financial brokerage sector, resulting from a great number of emerging financial agencies and investment companies.

Risk of legislative changes

The Group companies' operations are currently, and will be in the future, subject to several law regulations both presently binding and adopted in the future, in particular the European Union and local regulations. Law regulations and interpretations regulating the financial sector are subject to frequent changes. The scope of the changes, their trends and impact on companies operating in the financial sector are difficult to predict. Changes in laws regulating financial institutions, their associates, as well as products offered by such institutions, may apply to the Group companies. Such changes in laws and regulations, and changes of their interpretation (specifically by the regulators), may impose additional requirements to be satisfied by the Group companies, which in turn may result in increased costs and diminished profitability, or may have other adverse effect on the companies. Specifically, as we already know, there have recently emerged, both in the European Union and in Poland, initiatives to spread regulatory supervision over entities and persons engaged in financial consulting. Such changes would aim at providing wider protection for financial services' buyers, and in particular at regulation of the liability for damage caused by misleading advice. Since neither the scope nor direction of the said changes is known, their potential impact on the Company's operations is difficult to estimate.

The present state of the healthcare sector materially determines MW Trade's operations, affecting the demand for its services, profitability levels and the risk level related to financing SP ZOZ (independent public health care institutions). Thorough changes of the system may cause significant changes in the company's business affecting all three aforementioned elements.

Any suggested system reorganization plans cause strong political and public emotions, which adds up to unpredictability of the nature and direction of the changes.

Foreign investment and operations related risk

The Company holds shares in companies operating in foreign markets whose operations are subject to foreign jurisdictions, specifically the laws of Ukraine, Russia, Belorussia, as well as to foreign financial institutions regulatory supervision regulations, tax regulations, accounting and reporting regulations, which may in consequence cause that the scope of information related to operations of some of the Group companies may be narrower compared to the standards applicable in Poland and other European Union states. That may also bring about additional impediments and inconveniences in seeking rights by the Group companies. The Group companies are also exposed to the risk of adverse changes of law regulations in countries where they run their business. Each amendment to laws may increase costs of the Group companies' operations, adversely affect their performance and impede evaluation of consequences of future events and decisions. Another factor that materially affects conditions of business activity in new markets is development of economic relationships of

Poland with those markets, including laws regulating free movement of capital, know-how and labour force. Also risks related to possibility of imposing limits and restrictions on foreign investors in countries where the Group companies have invested or intend to invest should be taken into consideration, or even the risk of nationalization.

Detailed description of the risk management system and the risk exposure of Getin Holding Capital Group is reported in Note 7 to the consolidated financial statement.

6. Financial resources management and assessment for implementation of investment plans, including capital investment, as compared to funds owned, including possible changes in the structure of financing such investments.

In 2012 Getin Holding Capital Group companies managed the financial resources in a reasonable way. Funds were allocated to capital expenditure, according to the adopted business policy. Surplus funds were mainly deposited in banks.

In the reported period Idea Bank met its obligations on a regular basis. Similarly, other Idea Bank Group companies do not perceive any risk of loss of liquidity.

In 2012 MW Trade in due time paid its liabilities resulting from loan agreements, issued debt securities and contracts concluded with business partners.

Idea Bank Ukraine meets its obligation on a regular basis. It keeps all ratios required by the National Bank of Ukraine, with relevant safety margin, including current liquidity, quick liquidity and cash ratios. The bank owns sufficient capitals and assets to cover all disclosed liabilities disclosed.

Sombelbank (Belorussia) and all Carcade Group companies (Russia) meet their obligations on a regular basis. Other group companies also managed to meet their obligations in due time.

7. Explanation of the differences between the financial results disclosed in the annual report and the published financial forecasts.

Getin Holding Capital Group companies did not publish financial forecasts for 2012.

8. Information about substantial transactions concluded by the company or its subsidiary with related entities on terms other than at arm's length.

In 2012 neither the Company nor its subsidiaries concluded any transactions with related entities on terms other than at arm's length. Detailed information about transactions with related entities is reported in Note 50 to the consolidated financial statement.

9. Loans granted, in particular loans granted to the Company related entities.

The table below displays information about loans granted in 2012 by the Capital Group Companies to related entities.

Release date	Borrower	Currency	Principal	Interest rate	Maturity date
Idea Bank					
28/05/2012	Tax Care	PLN	82,092.42	6.40%	06/04/2017
28/05/2012	Tax Care	PLN	48,331.07	6.40%	06/04/2017
28/05/2012	Home Broker Nieruchomości	PLN	35,752.42	6.40%	18/10/2016
28/05/2012	MW Trade	PLN	32,802.38	6.40%	19/02/2015
28/05/2012	Tax Care	PLN	48,246.72	6.40%	06/04/2017
28/05/2012	Tax Care	PLN	75,631.66	6.40%	06/04/2017
28/05/2012	Home Broker Nieruchomości	PLN	35,752.42	6.40%	18/10/2016
28/05/2012	Tax Care	PLN	54,149.03	6.40%	04/10/2016
28/11/2012	Tax Care	PLN	71,176.95	6.40%	30/05/2017
03/12/2012	Idea Money	PLN	93,335.06	6.40%	05/11/2017
14/12/2012	MW Trade	PLN	113,325.98	6.40%	11/06/2015
28/11/2012	Idea Money	PLN	59,402.94	6.40%	05/10/2017
Getin Inwestycje					
07/03/2012	Getin Holding	PLN	14000000,00	5.50%	31/07/2012
Carcade Polska					
03/04/2012	Carcade	RUB	412,000,000.00	12.50%	15/03/2013
Carcade					
25/04/2012	D2 Technologie	RUB	151,000,000.00	9.00%	25/04/2013
14/05/2012	D2 Technologie	RUB	151,000,000.00	9.00%	25/04/2013
10/09/2012	D2 Technologie	RUB	107,500,000.00	8.50%	10/09/2013
Getin International					
17/02/2012	Carcade	RUB	109,000,000.00	14.00%	28/02/2013

Granting loans is the object of Idea Bank, Idea Bank Ukraine, Kubanbank and Sombelbank.

As of 31.12.2012, the balance sheet value of loans made by Idea Bank (Poland) totalled 3,390 million (incl. 3,215 million principal and 20 million interest and 155 million effective interest rate), including 12 million loans made to related entities.

As of 31.12.2012, the balance sheet value of loans made by Idea Bank Ukraine totalled UAH 1,745 million (PLN 667.63 thousand). As of 31.12.2012, the company had not advanced any loans or credit facilities to related entities.

As of 31.12.2012, the balance sheet value of loans advanced by Sombelbank totalled BYR 1,235 billion (PLN 443.4 billion). The company did not advance any loans to related companies.

As of 31.12.2012, Kubanbank advanced an aggregate of RUB 1,918 million (PLN 195 million) worth loans. The Company did not advance any loans or credit facilities to related companies.

In 2012 MW Trade made ninety-one loans worth total of PLN 250.9 million.

10. Information on guarantees and sureties issued and received in 2012, in particular guarantees and sureties issued to the company related entities.

The table below displays information about guarantees and sureties issued in 2012 by the Capital Group Companies to related entities.

Release date	Principal	Currency	Value	Termination date
Carcade				
07/03/2012	Carcade Polska	PLN	50,000,000.00	2013/03/26
28/03/2012	Carcade Polska	PLN	50,000,000.00	2013/03/28
Idea Bank				
29/05/2012	Home Broker Nieruchomości	PLN	220,000.00	2014/05/14
02/11/2011	Home Broker Nieruchomości	EUR	114,504.81	2013/10/27
06/07/2011	Home Broker Nieruchomości	EUR	120,587.20	2013/08/31
21/09/2011	Home Broker Nieruchomości	EUR	22,619.00	2013/09/09
23/05/2011	Home Broker Nieruchomości	EUR	27,453.60	2013/04/30
06/07/2011	Home Broker Nieruchomości	EUR	18,021.96	2013/09/07
04/08/2011	Home Broker Nieruchomości	EUR	39,437.00	2013/06/28
02/11/2011	Home Broker Nieruchomości	EUR	239,072.29	2013/10/27
Idea Bank Ukraine				
01/10/2012	Idea Bank	UAH	600,000.00	2012/12/31
01/11/2012	Idea Bank	UAH	5,000,000.00	indefinite

As of 31.12.2012, an aggregate value of all guarantees issued by Idea Bank (Poland) totalled PLN 2.9 million, including guaranties issued to related of PLN 2.6 million.

As of 31.12.2012, an aggregate value of all guarantees made by Idea Bank (Ukraine) to related entities totalled UAH 5.6 million (PLN 2.14 million).

In the reporting period, Sombelbank made guarantees worth BYR 104.3 million (PLN 37.4 thousand). The bank neither received or issued any sureties or guaranties to related entities.

In the reporting period Kubanbank did make any sureties or guaranties to related entities.

In 2012 MW Trade neither received or issued any sureties or guaranties to related entities.

11. Loan and credit facility agreements concluded and terminated in 2012.

The table below contains information on loans and credit facilities taken out in 2012 by the Capital Group companies. No loan or credit facility agreement concluded with the Group companies was terminated in 2012.

Release date	Creditor	Currency	Principal	Interest rate	Maturity date
Getin Holding					
07/03/2012	Getin Inwestycje	PLN	14,000,000.00	5.50%	31/07/2012
D2 Technologie					
25/04/2012	Carcade	RUB	151,000,000.00	9.00%	25/04/2013
14/05/2012	Carcade	RUB	151,000,000.00	9.00%	25/04/2013
10/09/2012	Carcade	RUB	107,500,000.00	8.50%	10/09/2013
Carcade					
30/01/2012	UniCredit Bank	RUB	17,857,142.85	12.80%	29/04/2013
05/03/2012	UniCredit Bank	RUB	40,584,415.58	12.75%	29/04/2013
02/04/2012	UniCredit Bank	RUB	40,584,415.58	12.80%	30/04/2013
28/04/2012	UniCredit Bank	RUB	40,584,415.58	12.50%	29/04/2013
13/07/2012	UniCredit Bank	RUB	138,872,491.15	14.25%	29/06/2015
31/07/2012	UniCredit Bank	RUB	112,346,517.12	14.21%	29/06/2015
30/08/2012	UniCredit Bank	RUB	112,346,517.13	14.20%	29/06/2015
30/10/2012	UniCredit Bank	RUB	112,346,517.14	13.00%	29/06/2015
29/11/2012	UniCredit Bank	RUB	112,346,517.13	13.00%	29/06/2015
16/07/2012	Sberbank Rossii	RUB	22,397,717.06	11.50%	31/05/2015
23/08/2012	Sberbank Rossii	RUB	41,575,721.28	11.50%	31/05/2015
13/09/2012	GlobexBank	RUB	1,200,000,000.00	13.00%	13/09/2015
28/02/2012	Bank Zenit	RUB	200,000,000.00	12.50%	27/02/2015
11/03/2012	Bank Zenit	RUB	100,000,000.00	12.50%	10/03/2015
13/04/2012	Bank Zenit	RUB	100,000,000.00	12.50%	10/04/2015
20/04/2012	Bank Zenit	RUB	50,000,000.00	12.50%	17/04/2015
27/07/2012	Bank Zenit	RUB	50,000,000.00	12.50%	24/07/2015
30/01/2012	Metallinvestbank	RUB	40,600,000.00	10.80%	30/09/2014
28/02/2012	Metallinvestbank	RUB	23,000,000.00	10.80%	30/09/2014
23/03/2012	Metallinvestbank	RUB	55,890,000.00	10.80%	30/09/2014
25/04/2012	Metallinvestbank	RUB	44,300,000.00	10.80%	29/09/2014
30/07/2012	Metallinvestbank	RUB	51,715,000.00	10.80%	30/09/2014
28/08/2012	Metallinvestbank	RUB	23,895,000.00	10.80%	30/09/2014
24/02/2012	Metallinvestbank	RUB	90,000,000.00	9.00%	23/03/2012
26/03/2012	Metallinvestbank	RUB	90,000,000.00	9.00%	16/04/2012
26/04/2012	RosEnergoBank	RUB	150,000,000.00	15.00%	30/04/2015
22/02/2012	EBRD	RUB	75,000,000.00	12.42%	22/02/2016
30/03/2012	EBRD	RUB	100,000,000.00	12.42%	22/02/2016
31/05/2012	EBRD	RUB	50,000,000.00	12.42%	22/02/2016
13/07/2012	EBRD	RUB	75,000,000.00	12.42%	22/02/2016
28/11/2012	EBRD	RUB	75,000,000.00	12.37%	22/11/2016
28/06/2012	Evraziysky Bank	RUB	125,000,000.00	14.00%	27/06/2014
06/08/2012	Rosbank	RUB	100,000,000.00	12.50%	03/08/2015
24/08/2012	Rosbank	RUB	176,000,000.00	12.50%	03/08/2015
01/11/2012	Rosbank	RUB	238,563,000.00	12.50%	03/08/2015
25/12/2012	Rosbank	RUB	187,138,030.26	12.50%	03/08/2015
14/08/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/07/2015
23/08/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	23/08/2015
30/08/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/08/2015
04/09/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	04/09/2015
20/09/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/08/2015
02/10/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/09/2015
11/10/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/09/2015
22/10/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/09/2015
06/11/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/10/2015
15/11/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/10/2015
23/11/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/10/2015
11/12/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/11/2015
21/12/2012	Alfa-Bank	RUB	100,000,000.00	14.10%	25/11/2015
04/09/2012	Bank VTB	RUB	500,000,000.00	12.20%	28/08/2015
19/10/2012	Bank VTB	RUB	770,937,553.24	12.20%	19/10/2015
25/12/2012	Gazprombank	RUB	200,000,000.00	12.80%	20/11/2015
20/04/2012	Bonds (rur MICEX)	RUB	1,500,000,000.00	13.00%	17/04/2015
13/02/2012	Get Bank S.A.	RUB	40,000,000.00	15.00%	06/04/2012
16/02/2012	Get Bank S.A.	RUB	60,000,000.00	15.00%	06/04/2012
22/02/2012	Getin International S.A.	RUB	109,000,000.00	14.00%	28/02/2013
03/04/2012	Carcade Polska Sp. z o.o.	RUB	412,000,000.00	12.50%	15/03/2013
31/05/2012	Getin Noble Bank S.A.	RUB	120,000,000.00	15.50%	31/05/2013
MW Trade					
24/02/2012	BZWBK	PLN	10,000,000.00	WIBOR1M + margin	24/02/2013
26/03/2012	Bank BPS	PLN	10,000,000.00	WIBOR1M + margin	25/03/2013
04/04/2012	DZ Bank	PLN	10,000,000.00	WIBOR1M + margin	04/10/2013
29/05/2012	Bank BPH	PLN	15,000,000.00	WIBOR1M + margin	29/05/2013

12. Financial instruments.

Detailed information about financial instruments is reported in Note 31 to the consolidated financial statement.

13. Material off-balance items by contractors, products and value.

Detailed information about off-balance items is reported in Note 46 to the consolidated financial statement.

14. Information on conclusion of agreements significant to the operations of the Capital Group companies, including agreements concluded between its shareholders as well as insurance or cooperation agreements.

Agreements significant to operations of the Capital Group companies are reported in 1.3 hereof.

15. Amendments to the core principles of the Company management.

In 2012 no changes in the core principles of the Company or the Capital Group management were made.

16. Acquisition of own shares

In the reported period the Company did not acquire own shares.

17. Description of the way the Company used proceeds from issuance of securities.

In the reported period the Company earned proceeds from:

- 1) issuance of 806 032 P-series shares taken up within the were issued within the Management Stock Option Programme launched in Getin Holding in 2011, and carried out under the Management Stock Option Regulations adopted by the Supervisory Board and published in the Current Report number 57/2011 on 21 July 2011. The proceeds of PLN 806 thousand were earmarked for the Company current operations.

18. Total number and nominal value of all the Company's shares held by members of the managing and supervisory bodies of Getin Holding as of 31 December 2012.

Person	Position	Number of shares held			
		31.12.11	Increases	Decreases	31.12.12
Management Board members					
Rafał Juszczak	President of the Management Board	0	-	-	0
Radosław Boniecki	Vice President of the Management Board.	48 118	30 144	5 000 ¹⁾	73 262
Bartosz Chyła	Vice President of the Management Board.	0	-	-	0
Robert Działak	Member of the Management Board	0	-	-	0
Supervisory Board members					
Leszek Czarniecki	Chairman of the Supervisory Board	83 939 758 ²⁾	554 999	-	84 494 757 ¹⁾
		323 437 469 ³⁾	-	-	323 437 469 ³⁾
Remigiusz Baliński	Vice Chairman of the Supervisory Board	245 968	100 482	-	346 450
Marek Grzegorzewicz	Member of the Supervisory Board	188 405	8 037	-	196 442
Andrzej Błażejowski	Member of the Supervisory Board	47 787	12 057	-	59 844
Longin Kula	Member of the Supervisory Board	2 126	8 037	-	10 163

¹⁾ The disposal was executed as the result of performance of trust agreements concluded by Mr. Radosław Boniecki under which he purchased the Issuer's 5,000 P-series ordinary shares on his own behalf, but for the account of third parties, with the

obligation to resell them at their purchase price. The said shares were issued within the Managerial Stock Option Programme, carried out in Getin Holding S.A. in 2011-2014.

²⁾Shares held by Mr. Leszek Czarnecki directly.

³⁾Shares held by Mr. Leszek Czarnecki indirectly.

19. Remuneration, rewards, benefits, including bonuses related to incentive schedules and equity disbursed or due to the members of the Management Board or Supervisory Board and Information of the remuneration of the members of Company's Management Board or Supervisory Board arising from holding positions in subsidiaries' governing bodies.

Short-term employee benefits for Getin Holding S.A. Management Board members	01.01.2012-31.12.2012	01.01.2011-31.12.2011
	thous. PLN	thous. PLN
Rafał Juszcak	1,771	N/A
Short-term employee benefits	1,771	N/A
Share-based payments	0	N/A
Radosław Boniecki	1,270	2,253
Short-term employee benefits	1,194	2,173
Share-based payments	76	80
Katarzyna Beuch	381	532
Short-term employee benefits	369	505
Share-based payments	12	27
Łukasz Chojnacki	115	1,355
Short-term employee benefits	115	1,336
Share-based payments	0	19
Robert Działak	1,016	N/A
Short-term employee benefits	1,016	N/A
Share-based payments	0	N/A
Bartosz Chyła	241	nd
Short-term employee benefits	241	N/A
Share-based payments	0	N/A
Artur Wiza	N/A	144
Short-term employee benefits	N/A	144
Share-based payments	N/A	N/A
Total	4,794	4,284

Short-term employee benefits for Getin Holding S.A. Supervisory Board members	01.01.2012-31.12.2012	01.01.2011-31.12.2011
	thous. PLN	thous. PLN
Leszek Czarnecki	1,396	1,473
Short-term employee benefits	0	0
Share-based payments	1,396	1,473
Remigiusz Baliński	274	288
Short-term employee benefits	21	21
Share-based payments	253	267
Marek Grzegorzewicz	42	42
Short-term employee benefits	21	21
Share-based payments	21	21
Longin Kula	42	42
Short-term employee benefits	21	21
Share-based payments	21	21
Andrzej Błażejowski	51	53
Short-term employee benefits	21	21
Share-based payments	30	32
Total	1,805	1,898

Benefits for members of Getin Holding S.A. Management and Supervisory Boards for holding posts in boards of subsidiaries	01.01.2012- 31.12.2012	01.01.2011- 31.12.2011
	thous. PLN	thous. PLN
Management Board	106	322
Radosław Boniecki	103	301
Short-term employee benefits	103	274
Share-based payments	0	27
Katarzyna Beuch	3	13
Short-term employee benefits	3	13
Share-based payments	0	0
Artur Wiza	0	8
Short-term employee benefits	0	8
Share-based payments	0	0
Supervisory Board	0	741
Leszek Czarnecki	0	689
Short-term employee benefits	0	0
Share-based payments	0	689
Remigiusz Baliński	0	52
Short-term employee benefits	0	25
Share-based payments	0	27

20. Agreements concluded by the Company with its managers providing for compensations in case of their resignation or dismissal without presenting material grounds or their recalling or dismissal in consequence of the Company's merger or take-over.

A managerial contract concluded by the Company and Mr. Rafał Juszczyk holding the function of the Management Board President since 01.01.2012 provides that in the event of the contract termination before the end of its term for reasons other than gross neglect of his duties, the Company shall pay Mr. Rafał Juszczyk an additional remuneration amounting to the remuneration received and due for the period of full six months preceding such termination.

A managerial contract concluded by the Company and Mr. Radosław Boniecki holding the function of the Management Board Vice President since 01.01.2012 provides that in the event of the contract termination before the end of its term for reasons other than gross neglect of his duties, the Company shall pay Mr. Radosław Boniecki an additional remuneration amounting to the remuneration received and due for the period of full six months preceding such termination.

A managerial contract concluded by the Company and Mr. Bartosz Chyła holding the function of the Management Board Vice President since 03.10.2012 provides that in the event of the contract termination before the end of its term for reasons other than gross neglect of his duties, the Company shall pay Mr. Bartosz Chyła an additional remuneration amounting to the remuneration received and due for the period of full six months preceding such termination.

21. Information on agreements being known to the Company (including the ones concluded after the balance sheet date) which may result in future changes to the proportions of the shares held by the current shareholders and bond holders.

On 14.12.2011 Getin Holding concluded with Talanx and Meiji Yesuda a transaction agreement concerning sale of a block of shares in TU Europa, which is reported in detail in 1.3 hereof.

22. Information on share incentive plan control system.

The Company has been carrying out the Management Stock Options Programme that allows the Company's and its subsidiaries' management staff members to subscribe for shares issued by the Company. Shares are awarded on conditions set forth in the Programme regulations adopted by the Company's Supervisory Board. The Programme is supervised by the Company's Management Board.

23. Information on conclusion of an agreement with an entity authorised to audit financial reports.

An agreement concluded with Ernst & Young Audit sp. z o.o. based in Warsaw on 19.07.2012 w for auditing financial statements and consolidated financial statements of Getin Holding S.A. for 2012. The agreement was concluded for the time of auditing statements for 2012.

	Due remuneration	
	2012	2011
Audit and review of financial statements and consolidated financial statements	156	126
Other services	89	704
Total	245	830

24. The Company's organizational and capital connections and major domestic and foreign investments of the Capital Group (securities, financial instruments, intangible assets and real property), including the capital investments made outside its group of related entities as well as method of their financing.

Organizational and capital connections are reported in 1 hereof. All capital investments made by the Company and the Group companies are reported in 1.3 hereof. Neither the Company nor the Group companies made any significant investments in intangible assets or real property. The Company financed all capital investments with own funds.

Rafał Juszcak
President of the Management Board

Radosław Boniecki
Vice President of the Management Board.

Bartosz Chyła
Vice President of the Management Board.

Wrocław, dated 6 March 2013